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April 25, 2024

OTC Markets Group, Inc.
304 Hudson Street
Third Floor
New York, NY 10013

Re: *Sohm, Inc. (symb. SHMN)*

To Whom It May Concern:

You are entitled to rely on this letter in determining whether Sohm, Inc. (the "Issuer") has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933.

I am a resident of the United States and I have been retained by the Issuer for the purpose of rendering this letter and related matters. This firm's relationship with the issuer is solely limited to reviewing and opining on these financials.

I have examined such corporate records and other documents and such questions of laws as I consider necessary or appropriate for purposes of rendering this opinion. In all such examinations, I have assumed the genuineness of all signatures, the authenticity of all documents submitted to me as originals, the conformity to original documents of all documents submitted to me as copies and the authenticity of all original of such documents submitted as copies. Further, in all such examinations, I have relied on information obtained from public officials, officers of the Issuers, and other sources and represent that all such sources are believed to be reliable.

This letter relates to the laws of the United States, specifically federal securities law. I am a member in good standing with the bar of the State of California and I am permitted to practice before the Securities and Exchange Commission (the "Commission"). I have not been prohibited from practice thereunder. Furthermore, I have not been subject to any investigation, hearing, or proceeding by the SEC, the CFTC, FINRA, or any other federal, state, or foreign regulatory authority, nor have there been any such investigations, hearings, or proceedings for the past 5-years. I have also never been suspended or disbarred from practicing law in any jurisdiction. I have not received any shares of the Issuer, as payment for services, nor do I have such an arrangement with the Issuer.

The Issuer is an alternative reporting company and, therefore, does not file annual or other reports with the SEC. I have reviewed publicly available information relating to the Issuer including: (1) the Issuer's profile post on the OTC Markets Group website, (ii) their initial Company information and Disclosure Statement filed on March 31, 2024; and (iii) their most recent Annual Report (collectively, the "Information").

It is my opinion that the Information (i) constitutes "adequate current public information" concerning the Securities and the Issuer and "is available" within the meaning of Rule 144(c)(2) under the Securities Act; (ii)

includes all the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 (“Exchange Act”); (iii) complies as to form with the OTC Markets Group’s Guidelines for providing Adequate Current Information, which are located on the internet at www.otcmarkets.com; and, (iv) has been posted through the OTC Disclosure News Service.

The person responsible for the preparation of the financial statements contained in this Information is Fred Schellack – Accounting & Management Services. The financial statements have not been audited. However, Mr. Schellack is an enrolled agent, and is qualified to prepare the financial statements.

The Issuer’s transfer agent is Pacific Stock Transfer Company, which is registered with the SEC. The method used to confirm the number of outstanding shares of common stock set forth in the Information was to examine the shareholder list as of December 31, 2023 provided by the Issuer’s transfer agent and receive confirmation as to the number of outstanding shares. As of December 31, 2023, the total number of shares of common stock of the Issuers was 1,600,576,407.

The Company was not a “shell company” as the terms is defined in Rule 144(i)(1)(i) nor has the Company been a “shell company” for a period of at least two-years.

I have met with Barron Night, the sole officer and director of the Issuer, reviewed the Information, as amended, published by the Issuer through the OTC Disclosure and News Service, and discussed the Information with management and a majority of the directors of the Issuer.

To the best of my knowledge, after inquiry of management and the directors of the Issuer, neither the issuers' counsel, nor any officer, director, nor 5% holder of the securities of the Issuer is currently under investigation by any federal or state regulatory authority for any violation of federal or state securities laws.

No person other than the OTC Markets Group is entitled to rely on this letter. However, I hereby grant the OTC Markets Group full and complete permission and rights to publish the letter through the OTC Disclosure and News Service for viewing by the public and regulators. This opinion is valid only as of the date hereof and we disclaim any obligation to update this opinion letter for events or other matters occurring or coming to our attention after the date hereof or any changes in the laws which may hereafter occur.

Sincerely,



Arash Shirdel, Esq.
AS: