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October 16, 2020

Issuer Services
OTC MARKET GROUP, INC
304 Hudson Street
New York, New York 10013

RE: Dalrada Financial Corporation, a Delaware Corporation (“Issuer”)

To Whom it May Concern:

This firm is legal counsel for the Issuer, hereby submits this letter regarding the Issuer’s annual financials and disclosures for the period ending June 30, 2020.

1. OTC Markets Group, Inc. is entitled to rely on this letter in determining whether the Issuer has made current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933.
2. I am a United States resident. This law firm has been retained by the Issuer for the purpose of rendering this letter and other related matters. Neither I nor this law firm beneficially owns any shares of the issuer’s securities. Also, neither I nor this law firm has received, or has an agreement to receive in the future, shares of the issuer’s stock, in payment for services.
3. I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering this letter.
4. I am authorized to practice law in the state of California. This letter also applies to and includes all the laws of the United States of America and all jurisdictions therein. This letter does not rely on the work of other counsel.
5. I am permitted to practice before the United States Securities and Exchange Commission (the “SEC”) and have not been prohibited from practicing thereunder.

6. I have not been barred or suspended from practice in any state or jurisdiction, nor have I been charged in any civil or criminal case. Issuer Services Re: Dalrada Financial Corporation

7. As to matters of fact, I have relied on information obtained from public officials, officers of the Issuer and other sources and all such sources are believed to be reliable. In my examination, I have assumed the genuineness of all signatures on all documents, the legal capacity of all natural persons, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as photostatic copies, and the authenticity of the originals of such latter documents.

8. I have reviewed the Annual disclosure document, the financial reports, and the footnotes for the Period ended June 30, 2020, posted October 16, 2020. It is my opinion that said documents are accurate, up to date, and contain the most current information available on the Issuer.

9. The information referred to above (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 of the information that a broker-dealer would require to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 under the Securities Exchange Act of 1934 (the “Exchange Act”), (iii) complies as to form with the OTC Markets Group Inc.’s Guidelines for Providing Adequate Current Information, which are located on the Internet at www.otcmarket.com, and (iv) has been posted through the OTC Disclosure and News Service.

10. The person responsible for the preparation of the financial statements contained in the information is Eric Sherb, CPA consultant, who has an extensive auditing and financial reporting background going back several years. The financial statements have not been audited.

11. The Issuer’s transfer agent is Standard Registrar & Transfer Co., Inc., 440 East 400 South, Suite 200, Salt Lake City, UT 84111, 801-571-8844. The transfer agent is registered with the SEC. I have confirmed the number of outstanding shares in the information by reviewing the shareholder list and/or communicating with said transfer agent.

12. I have (i) personally met with management of the Issuer and its directors, (ii) reviewed the Information, as amended, published by the Issuer through the OTC Disclosure and News Service and (iii) discussed the information with its management and directors.

13. To the best of my knowledge, after inquiry of management and the directors, neither the Issuer, any 5% shareholder, nor counsel is under investigation by any federal, or state regulatory authority for any violation of federal or state securities laws. Issuer Services Re: Dalrada Financial Corporation

14. This letter is given solely to you, and may not be released to or relied upon by, nor is it intended to benefit, any other person or for any other purpose without our prior written consent; provided, however, OTC Markets Group, Inc., has full and complete permission to publish the letter through the OTC Disclosure and News Service for viewing by the public and regulators.

15. Based on the information published by the Issuer via the OTC Disclosure and News Service, and after inquiry with the issuer's management and directors, the issuer is a "shell company" as defined in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934.

Very truly yours,

**FLETCHER ROBBE INTERNATIONAL
ATTORNEYS AT LAW**

A handwritten signature in cursive script that reads "Fletcher A. Robbe".

By: _____
Fletcher A. Robbe, Esq.
For The Firm

cc: Dalrada Financial Corporation,
Brian Bonar, CEO