

**LAW OFFICE OF BIN ZHOU**  
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January 29, 2023

OTC Markets Group, Inc.  
300 Vesey Street,  
New York, NY 10282

**Re: Legal Opinion for AMAYA Global Holdings Corp.**

Dear Sir or Madam:

This letter is in response to the request that we express our opinion as to the accuracy and current nature of information provided by AMAYA Global Holdings Corp (“AYAG” or “the Issuer”). This opinion letter is intended only to be relied on by OTC Markets Group in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933. Accordingly, we grant OTC Markets Group full and complete permission and rights to publish this letter through their OTC Disclosure and News Service for viewing by the general public and requisite regulators.

In connection with the rendering of this opinion, we have investigated such matters and examined such corporate records and other documents as we deemed necessary and relevant as a basis for the opinion hereinafter set forth. This opinion is expressed solely on the facts and assumptions set forth herein and is specifically limited to the investigation and examinations stated.

In our examination of the documents, we have assumed the genuineness of all signatures, the legal capacity of all natural persons, authenticity of documents submitted to us as originals, the conformity with originals of all documents delivered as copies, and the correctness of the facts set forth in such documents when the facts were found to be outside the scope of our examination. For the purposes of rendering this opinion, we have assumed that no person or entity has engaged in fraud or misrepresentation regarding the inducement relating to, or the execution or delivery of, the documents reviewed. Furthermore, we express no opinion as to the validity of any of the assumptions, form or content of any financial or statistical data contained therein. We have gathered and relied on information obtained from public records, officers of the Issuer, and other sources. We also find the following documents, due to their nature and source, to be self-authenticating: certified records of regularly conducted foreign and domestic business activity, public records and reports, domestic public documents under seal, foreign public documents, official publications, and other acknowledged documents.

We acknowledge that the Issuer has provided the following filings since October 13, 2021, the date of the latest Attorney Letter (collectively, the “Filings”):

<b>Filings</b>	<b>Date of Filing</b>
Annual Report for the year ended September 30, 2021	10/13/2021
Quarterly Report for the quarter ended December 31, 2021	01/26/2022
Quarterly Report for the quarter ended March 31, 2022	05/02/2022
Quarterly Report for the quarter ended June 30, 2022	09/15/2022
Annual Report for the year ended September 30, 2022	12/26/2022

In our opinion, the Issuer’s Filings of Disclosure Statements including unaudited financials and:

- (i) constitutes “adequate current public information” concerning the securities of the Issuer and “is publicly available” within the meaning of Rule 144(c)(2) under the Securities Act of 1933, meeting the standards for reporting 2 years of financial statement pursuant to GAAP standards and the requirements of the Securities and Exchange Commission;
- (ii) includes all of 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 (the “Exchange Act”);
- (iii) complies as to form with the OTC Markets Group Guidelines for Providing Adequate Current Information, which is available at:

<http://www.otcmarkets.com/content/doc/DisclosureGuidelines.pdf>; and

(iv) has been posted on the OTC Disclosure and News Service.

In our review, we have been cautious to the presence of any information that reasonably indicates the existence of material inaccuracies or any information that would indicate the source of the materials to be unreliable. We cross-referenced the documents listed on the OTC Disclosure and News Service with other documents and information made available to us, as well as with other information we obtained independently from outside sources. Through the exercise of reasonable diligence, nothing came to our attention during the course of the examination that led us to believe that any documents presented to us were not genuine or authentic or that the facts set therein were untrue.

The financial statements disclosed by Issuer have been prepared by Mrs. Deneice Day. Mrs. Deneice Day is a duly licensed certified public accountant in the State of Texas and she is highly experienced in US GAAP and public company reporting. She has advised multiple public companies in their US GAAP complied financial statements.

The Issuer's transfer agent is Transhare Corporation located at 2849 Executive Drive, Suite 200, Clearwater, FL 33762. It is a registered Transfer Agent with the Securities and Exchange Commission.

We have had numerous correspondences with the Issuer's management and director. We have personally met with Mr. Mann C. Yam, who is CEO, CFO and the sole board director of the Issuer to carry out our review. We have also reviewed the information published by the Issuer through the OTC Disclosure and News Service and discussed the contents of the information with the Issuer's management and director. We have not discovered any instances that would indicate that any officer, director, 5% holder, or counsel of the Issuer is currently under investigation by any governmental authority for violation of federal or state securities law.

We acknowledge that 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. It is our opinion that the information contained in documents the Issuer has listed on the OTC Disclosure and News Service satisfies the requirements of OTC Markets. Accordingly, based on our review, it is our opinion that there is reasonable basis to support the belief that the information provided by the Issuer is current and accurate, the sources of the aforementioned information are reliable and otherwise in compliance with the requirements of Rule 15c2-11 and OTC Markets Group's Guidelines for Providing Adequate Current Information.

This opinion letter is based on our knowledge of the law and facts as of the date hereof. We assume no duty to communicate with you with respect to any matter that comes to our attention hereafter this Opinion Letter is filed. We have been retained by the Issuer for the purposes of reviewing the current information supplied by the issuer and to express our opinion as to the accuracy and current nature of information in relation to filing of current unaudited financials and disclosures by the Issuer.

The undersigned does not own any securities in the Issuer.

The undersigned is a resident of Queens, New York. The undersigned is authorized to practice law in the State of New Jersey and the United States of America. The undersigned is permitted to practice before the Securities and Exchange Commission and has never been suspended or barred from practice in any state or jurisdiction. The undersigned counsel is not currently, and has not within the past five years, been the subject of an investigation, hearing, or proceeding by the SEC, the U.S. Commodity Futures Trading Commission (CFTC), the Financial Industry Regulatory Authority (FINRA), or any other federal, state, or foreign regulatory agency. The undersigned has never been charged in a civil or criminal case. Thank you for your time and attention.

Sincerely,

/s/ Bin Zhou

Bin Zhou, Esq