

# MORGAN E. PETITTI

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April 15, 2024

OTC Markets Group Inc.  
300 Vesey Street, 12<sup>th</sup> Floor  
New York, New York 10282

Re: Green Hygienics, Inc., a Nevada corporation (the “Company” or “Issuer”).

Subj.: Letter with Respect to Adequate Current Information for the Issuer: Annual Report for the Year Ended December 31, 2023.

Dear Ladies and Gentlemen:

I write to provide the OTC Markets Group Inc. with an opinion with respect to the Company. OTC Markets Group Inc. is entitled to rely on such opinion in determining whether to permit quotations in the Issuer’s securities (the “Securities”) in the OTC Markets Group Inc. quotation venue and in deciding whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (the “Securities Act”).

I am a U.S. resident and I have been retained by the Issuer solely for the purpose of reviewing the current information supplied by the Issuer. I do not own any shares of the Issuer’s securities and will not receive any shares of the Issuer’s securities as payment for services rendered, currently or in the future.

I have examined such corporate records, e.g. Articles of Incorporation, Bylaws, corporate minutes and other documents and such questions of law as I have considered necessary or appropriate for purposes of rendering this letter. I am authorized to practice law in the State of Ohio, including the laws of the United States. I am permitted to practice before the Securities and Exchange Commission (the “Commission”) and have not been prohibited from practice thereunder.

I am not currently and have not been in the preceding five (5) years, suspended or barred from practicing in any state or jurisdiction, or charged in a civil or criminal case. I am not currently and have not been in the preceding five (5) years, subject of an investigation, hearing, or proceeding by the Commission, the U.S. Commodity Futures Trading Commission (“CFTC”), the Financial Industry Regulatory Authority (“FINRA”), or any other federal, state, or foreign regulatory agency.

On April 15, 2024, the Issuer posted on the OTC Disclosure and News Service its Annual Report for the year ending December 31, 2023, prepared in accordance with Rule 15c2-11(a)(5) promulgated under the Securities and Exchange Act of 1934 (the “Exchange Act”). I have reviewed all such documents (the “Information”) in connection with the preparation of this letter and find them to be suitable for public disclosure.

It is my belief 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 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 Exchange Act, (iii) complies as to form with the OTC Markets Group Inc. Guidelines for Providing Adequate Current Information, which are located on the Internet at [www.otcmarkets.com](http://www.otcmarkets.com), and (iv) has been posted on the OTC Disclosure and News Service.

The opinion and conclusions herein are based upon documentation and facts made available to me by the Company and are based on the accuracy of those documents and facts. The documentation that was provided to me was believed to be true and reliable in its contents. Below is the information posted to the OTC Disclosure and News Service on April 15, 2024 which I have reviewed in rendering this opinion:

1. Annual Report for the year ended December 31, 2023.
2. Balance Sheet for the years ended December 31, 2023 and 2022 (unaudited).
3. Statement of Operations for the years ended December 31, 2023 and 2022 (unaudited).
4. Statement of Stockholders’ Deficit for the years ended December 31, 2021 through 2023 (unaudited).
5. Statement of Cash Flows for the years ended December 31, 2023 and 2022 (unaudited).
6. Notes to Financial Statements (Unaudited).

I personally met with Harvey Panesar, President and Director of the Issuer, to discuss and review the above documentation with management of the Issuer and with a majority of the Board of Directors. In the event that the facts and information in all such documents are determined not to be true, this opinion shall be null and void.

The party responsible for preparation of the financial statements of the Issuer is:

Li Shen, CPA  
The Accounting Connection  
145-251 Midpark Blvd. SE  
Calgary, Alberta Canada T2X 1S3  
Phone: 403.693.8004  
Email: [support@theaccountingconnection.com](mailto:support@theaccountingconnection.com)

The Transfer Agent for the Issuer is:

Mountain Share Transfer, LLC  
2030 Powers Ferry Road SE, Suite #212  
Atlanta, Georgia 30339  
Phone: 404.474.3110  
Email: [service@mountainsharetransfer.com](mailto:service@mountainsharetransfer.com)

The Transfer Agent is listed with the Commission and also has Depository Trust Corporation approval. As of December 31, 2023 there were 54,657,502 shares of Common Stock issued and outstanding of the Issuer. The Company's Transfer Agent was the source of confirmation of the common shares outstanding of the Issuer, via email on April 5, 2024.

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

According to the Issuer's public filings, it was incorporated in the State of Nevada in August of 2004; however, there are no public filings, between 2010 and 2018 in order to determine if it was formerly a "shell company" as defined in Rule 405 of the Securities Act and Exchange Act during that timeframe. The Company has never been a fully reporting company under Sections 13 or 15(d) of the Securities and Exchange Act of 1934.

Currently, the Company is focused on identifying and developing unique technologies and opportunities in the synthetic health and wellness industry. Through its 60% owned subsidiary, Nude Nicotine, Inc. ("NNI"), the Company offers numerous nicotine products as NNI is a manufacturer, distributor, wholesaler, research and development laboratory, and product developer of smoking cessation products centered around its technologies related to the production and use of nicotine. NNI has in excess of 1,000 SKUS (stock keeping unit) of finished products and is also involved in the wholesale of nicotine for use in e-cigarettes. NNI also has patents pending in 8 countries for its proprietary blend of nicotine salt.

For additional information about the Company's products and business operations, you may view its corporate websites, [www.nudenicotine.com](http://www.nudenicotine.com) and [www.greenhygienicsinc.com](http://www.greenhygienicsinc.com).

In its Annual Report year ended December 31, 2023, the Company indicates that it is not a "shell company" as it is pursuing an identified business plan, maintains assets valued at \$1,130,598.00 and reported revenue of \$1,341,334.00. Therefore, I don't believe the Company is currently a "shell company."

The OTC Markets Group Inc. is entitled to rely on the opinion set forth hereinabove when determining whether to permit quotations in the Issuer's Securities in the OTC Markets Group Inc. quotation venue and the OTC Markets Group Inc. is hereby granted permission to post this letter on the OTC Disclosure and News Service for viewing by the public and regulators. However, this letter and the opinions set forth herein may not be quoted in whole or in part, relied upon by any other person or entity, filed with any government agency or otherwise referred to or utilized for any other purpose, without, in each instance, my prior written consent.

Respectfully submitted,



**Morgan E. Petitti, Esq.**