

BARNETT & LINN

ATTORNEYS AT LAW

60 Kavenish • Rancho Mirage, CA 92270

www.barnettandlinn.com

WILLIAM B. BARNETT

Attorney/Principal

TELEPHONE: 818-436-6410

FACSIMILE: 818-223-8303

wbarnett@wbarnettlaw.com

June 5, 2023

REVISED

OTC Markets Group Inc.
300 Vesey Street, 12th Floor
New York, NY 10282

Re: Dragon Capital Group Corp., trading symbol "DRGV" – Revised Amended Annual Report and Disclosure Statement for Year-Ended December 31, 2022

Ladies and Gentlemen:

This letter is written on behalf of our client Dragon Capital Group Corp., a North Carolina corporation, (the "Company"). OTC Markets Group Inc. is entitled to rely on this letter in determining if the Company has made adequate public disclosure of current information within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (the "Securities Act"). We are attorneys admitted to the bar of the State of California and resident in the State of California and this letter covers the jurisdiction of the state of California as well as the applicable laws of the United States of America. We are permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder. We act as outside securities counsel to the Company. One part of our duties is to ensure that regular disclosure is made to the public pursuant to the Securities Act and related rules and regulations.

We have examined such current corporate records and other documents and questions of law as we consider necessary for the issuance of this letter. We have relied on information obtained from public officials, officers of the issuer and other sources. We represent that all such sources are believed to be reliable.

The documents containing the information concerning the Company, its financial statements and the Securities that are publicly available as of the date of this letter and that I have reviewed in connection with the preparation of this Opinion include the following:

- Quarterly Report for the quarter ended March 31, 2023 as filed with OTC Markets, Inc. on May 16, 2023.
- Annual Report-Revised Amended for years ended December 31, 2022 and 2021 as filed with OTC Markets on May 16, 2023.
- Supplemental Information-Amended Non-Shell Status for the period end date March 31, 2023 and as filed with OTC Markets on April 26, 2023.
- Annual Report-Amended for years ended December 31, 2022 and 2021 as filed with OTC Markets on April 26, 2023.
- Annual Report for the years ended December 31, 2022 and 2021 as filed with OTC Markets, Inc. on March 30, 2023.
- Supplemental Information-Non-Shell Status for the period end date March 3, 2023 and as filed with OTC Markets on March 28, 2023.

- Quarterly Report for the quarter ended September 30, 2022 as filed with OTC Markets, Inc. on November 9, 2022.
- Quarterly Report for the quarter ended June 30, 2021 as filed with OTC Markets, Inc. on August 31, 2022.
- Quarterly Report for the quarter ended March 31, 2021 as filed with OTC Markets, Inc. on August 31, 2022.
- Annual Report-Amended for the years ended December 31, 2021 and 2020 as filed with OTC Markets, Inc. on August 31, 2022.
- Quarterly Report –Amended for the quarter ended March 31, 2022 as filed with OTC Markets, Inc. on June 1, 2022.
- Annual Report-Amended for the years December 2021 and 2020 as filed with OTC Markets on June 1, 2022
- Annual Report for the years ended December 31, 2021 and 2020 as filed with the OTC Markets on May 19, 2022.
- Quarterly Report for the quarter ended September 30, 2021 as filed with OTC Markets, Inc. on November 15, 2021.
- Quarterly Report –Amended for the quarter ended June 30, 2021 as filed with OTC Markets, Inc. on August 29, 2021.
- Supplemental Information-Supplemental Custodian Disclosure for the period end date June 30, 2021 August 27, 2021.
- Quarterly Report for the quarter ended June 30, 2021 as filed with OTC Markets on August 27, 2021.
- Quarterly Report for the quarter ended March 31, 2021 as filed with OTC Markets on August 27, 2021.
- Annual Report for the years ended December 31, 2020 and 2019 as filed with the OTC Markets on August 27, 2021.

The financial statements included in the Revised Amended and Amended Annual Reports for the years ended December 31, 2022 and 2021 (the “Annual Reports”) were prepared by Elaine Zhao, the Company's outside accountant. Ms. Zhao is a very experienced CPA, licensed by the State of California, and has prepared numerous financial statements for public companies. The December 31, 2022 and 2021, annual financial statements were not audited.

We have relied on the information contained in the Revised Amended and Amended Annual Reports, the Issuer Information and Disclosure Statement for the period ended December 31, 2022 posted with the OTCMarkets.com on May 16, 2023 and April 26, 2023 respectively, and the Quarterly Reports, and amendments thereto, for the periods ended March 31, 2023 and March 31 and June 30, 2022, posted with the OTCMarkets.com on May 16, 2023 and August 31, 2022 respectively, and the September 30, 2022 posted with the OTC Markets.com on November 9, 2022, in rendering our opinion. This information constitutes (i) "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 Securities Exchange Act of 1934 (the "Exchange Act"), (iii) complies as to form with the OTC Markets' 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 and News Service between May 19, 2022 and May 16, 2023. However, our opinion does not alleviate the professional responsibilities of brokers, dealers and investors to conduct their own due diligence.

We have reviewed the current Revised Amended and Amended Annual report and do not believe that the Company currently meets the definition of a “shell corporation”. However, our review of

previous filings we have determined that the Company previously did meet the definition of a “shell company” as stated in Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934.

In examining the foregoing documents, we have assumed the authenticity of signatures (both manual and conformed), the authenticity of documents submitted as originals, the conformity with originals of all documents furnished as copies, and the correctness of facts set forth in such documents. We have also assumed all oral representations in connection with this matter to be accurate. Nothing came to our attention during the course of our investigation that led us to conclude that any of such documents were not genuine or authentic or that the facts set forth therein were not true

The Company’s transfer agent is Issuer Direct Corporation, One Glenwood Avenue, Suite 1001, Raleigh, NC 27603. The transfer agent is registered with the Securities and Exchange Commission. The method used by us to confirm the number of outstanding shares was a review of the issuer’s filings including shareholder list provide to us by the transfer agent.

We have reviewed the information, as amended, published by the Company through the OTC Disclosure and News Service and met via conference call with Liang, the sole director of the Company and Mr. Chongyi, the Secretary of the to discuss the information and quality assurance with respect to such information.

After such personal consultation with Messrs: Lu and Yang, we are satisfied that neither the Company, any individual officer, director or 5% shareholder, nor this law firm, or any member of this law firm is currently or has in the past five years, been the subject of an investigation, hearing, or proceeding by the SEC, the Commodity Future Trading Commission (CFTC), the Financial Industry Regulatory Authority (FINRA), or any other federal, state, or foreign regulatory agency.

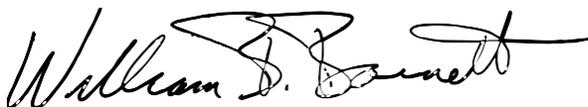
The undersigned, counsel to the Company, is not currently, nor has he in the past five years been suspended or barred from practicing in any state or jurisdiction or has he been charged in a civil or criminal case. In addition, counsel has never received any stock from the Company for services rendered nor does he have any agreement with the Company to receive stock in the future as payment for services.

THE FOREGOING OPINIONS ARE SUBJECT TO THE FOLLOWING ASSUMPTIONS, EXCEPTIONS, LIMITATIONS AND QUALIFICATIONS.

The opinions expressed in this letter are rendered as of the date hereof and are based on our understandings and assumptions as to present facts, and on the application of applicable law as the same exists on the date hereof. We assume no obligation to update or supplement this opinion letter after the date hereof with respect to any facts or circumstances that may hereafter come to our attention, or to reflect any changes in the facts or law that may hereafter occur or take effect. We give OTC Markets Group Inc. permission to publish this letter in the OTC Disclosure and news Service for viewing by the public and regulators.

Very truly yours,

BARNETT & LINN



By _____
William B. Barnett, California Bar No. 47422