

# HESKETT & HESKETT

ATTORNEYS AT LAW

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August 10, 2022

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

Re: FINRA Identification: Propellus, Inc., Trading Symbol (PRPS)

Dear Sir or Madame:

In accordance with the requirements of the OTC Markets, I hereby submit the following:

1. OTC Markets is entitled to rely on this letter 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*.

2. We are general securities counsel to Propellus, Inc., Trading Symbol (PRPS) and have served in this capacity since its inception under the provision of *Section 1081(g) of the Oklahoma General Corporation Act* and we have been retained by the Issuer for the purpose of rendering this letter and other matters. Each member of our Firm is a U.S. resident. The Firm and its members have not received, nor does the Firm or its members have an agreement to receive in the future, shares of the issuer's stock in payment for services.

3. We have examined such corporate records and other documents and such questions of law as we considered necessary or appropriate for purposes of rendering this letter.

4. We are authorized to practice law in the State of Oklahoma, which is the state of incorporation of the Issuer. The jurisdictions covered by this letter are limited to the laws of the United States and to the laws of the State of Oklahoma.

5. We are permitted to practice before the Securities and Exchange Commission ("SEC") and we have not been prohibited from practice thereunder. We have never been or currently, or in the past five (5) 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.

6. I have never been or currently or in the past five (5) years, suspended or barred from practicing in any state or jurisdiction, and I have never been or currently or in the past five (5) years been charged in a civil or criminal case

7. As to matters of fact, we may rely or have relied on information obtained from public officials, officers of the Issuer and other sources, which such other sources, we believe to be reliable.

8. We have examined the Issuer's Certificate of Incorporation, By-laws Certificate of Designation, Parent Subsidiary Formation documents, 2/19/2021 Annual Report – Annual Report Year Ended 3/31/2021 uploaded 8/20/2021, and the Amended Annual Report for Year Ended 3/31/2021 uploaded 9/14/2021 and such other documents as we have deemed advisable in connection with the preparation of this letter (the "Information").

9. We wish to advise you 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-II 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](http://www.otcmarkets.com), and (iv) has been posted through the OTC Disclosure and News Service.

10. Ralph C. Johnson is responsible for the review of the financial statements contained in the Information and is responsible for the preparation of financial statements for the years ended March 31, 2021, and 2022. He was assisted by Richard G. Fox of Salberg & Company of Boca Raton Florida.

11. Issuer Direct Corporation, office at, 1981 Murray Holladay Rd., Suite 100, Salt Lake City, Utah, 85117, is the transfer agent and registrar of the Issuer and is registered with the SEC. The number of outstanding shares of Common Stock of the Issuer described in the Information was confirmed by us with the number of outstanding shares of Common Stock based upon the records of the transfer agent disclosed to us. We found no material discrepancies between the numbers.

12. I, Jacob Heskett, member of the Firm (i) met via telephone conference with management (via video skype and other electronic media, with government issued identification) and a majority of the directors and in fact I met with Ralph C. Johnson, who is the majority shareholder, CEO, Chairman, and Director of the Issuer and (ii) reviewed Annual Reports and Amended Information and Disclosure Statement published by the Issuer through the OTC Disclosure and News Service and (iii) discussed the Information with management and a majority of the directors of the Issuer.

13. To the best of my knowledge, I am not aware of our firm (or any member of our firm) being currently under investigation by any federal or state regulatory authority for any violation of any federal or state securities laws.

14. There is currently civil litigation involving the Issuer and Ralph C. Johnson, five percent (5%) or more holder of the Issuer, both being represented by other counsel in that matter(s).

15. No person other than OTC Markets is entitled to rely on this letter. I grant OTC Markets full and complete permission and rights to publish this letter through the OTC Disclosure and News Service for viewing by the public and regulators.

16. Propellus, Inc., Trading Symbol (PRPS) from the date of incorporation January 19, 2021, to present, has ongoing operations and is therefore an "Issuer" that is not a "Shell Company" as defined in *Rules 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act of 1934*.

Respectfully,



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Jacob Heskett