

# **LEGAL OPINION LETTER**

This document is part of the acquisition transaction between GlobalTech Corporation ("Buyer") and InnovateTech Solutions, Inc. ("Seller") dated as of February 15, 2025. This document should be read in conjunction with Document: MASTER ACQUISITION AGREEMENT, Document: SCHEDULE 3.9 - LITIGATION AND CLAIMS, Document: SCHEDULE 3.12 - INTELLECTUAL PROPERTY, and all other transaction documents.

## **OPINIONS RENDERED**

Wilson & Associates LLP, counsel to Seller, renders the following opinions:

1. Seller is a corporation duly organized under Delaware law.
2. Seller has corporate power to execute Document: Master Acquisition Agreement.
3. Transaction documents are valid and enforceable obligations.
4. No conflicts with charter documents or material agreements.
5. Based on review of Document: Schedule 3.9 - Litigation and Claims, pending litigation does not pose material risk to transaction.
6. IP matters reviewed per Document: Schedule 3.12 - Intellectual Property; no infringement claims other than disclosed.

## **QUALIFICATIONS AND ASSUMPTIONS**

This opinion is subject to standard qualifications regarding:

- Bankruptcy and insolvency laws
- Equitable principles
- Public policy considerations

We have relied upon certificates from officers of Seller and representations in Document: Seller Disclosure Schedules.

## **SECTION 3**

Additional provisions related to LEGAL OPINION LETTER.

All terms defined in Document: Master Acquisition Agreement apply herein.

Cross-reference: See MASTER ACQUISITION AGREEMENT for related provisions.

The parties acknowledge receipt of all schedules and exhibits referenced herein.

This section shall survive the Closing Date as specified in Article VIII of the Master Agreement.