January 20, 2021

Canadian Securities Exchange   
First Canadian Place   
100 King Street West, Suite 7210   
Toronto, Ontario M5X 1E1

Dear Sirs/Mesdames:

Re: Global Health Clinics Ltd. (the “**Company**”) Asset Acquisition

This letter is written in connection with the listing of an additional 28,100,000 common shares of the Company on the Canadian Securities Exchange (the “**CSE**”). Reference is made to the Share Purchase Agreement dated December 10, 2020 (the “**Agreement**”), among the Company, 2756407 Ontario Ltd. (“**Wonder Scientific**”) and the shareholders of Wonder Scientific, pursuant to which the Company agreed to acquire all of the issued and outstanding shares of Wonder Scientific (the “**Transaction**”). The Transaction closed on January 20, 2021, and the Company acquired all of the issued and outstanding common shares of Wonder Scientific through the issuance of 26,000,000 common shares to the shareholders of Wonder Scientific, and the issuance of 2,100,000 common shares to certain parties that assisted with the Transaction (collectively, the “**Transaction Shares**”).

We hereby confirm that the Company has received all of the issued and outstanding shares of Wonder Scientific in accordance with the terms the Agreement and that the Transaction Shares have been duly and validly allotted and issued.

In connection with the above, please find enclosed a Certificate of Compliance (CSE Form 6). The Company has posted the Notice of Proposed Issuance of Listed Securities (CSE Form 9) on its CSE profile.

Yours truly,

/s/ Jatinder Dhaliwal

Jatinder Dhaliwal  
Chief Executive Officer