

EARLY WARNING REPORT

THIS REPORT IS MADE UNDER PART 3 OF NATIONAL INSTRUMENT 62-103

1. Name and Address of offeror:

Bruce Lewis (the "Offeror")
1-74 Lynwood Ave
Toronto, ON M4V 1K4

2. Designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:

On October 10, 2013, the Offeror acquired 2,505,230 common shares of Biosenta Inc. ("Biosenta") and warrants entitling the holder thereof to acquire 1,252,615 common shares of Biosenta representing approximately 3.84% of Biosenta's currently outstanding common shares and approximately 5.66% of Biosenta's common shares assuming full exercise of the warrants.

3. Designation and number or principal amount of securities and the offeror's securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to obligation to file the news release:

Following the acquisition noted in paragraph 2, the Offeror beneficially owned 6,283,311 common shares of Biosenta, representing approximately 9.64% of Biosenta's currently outstanding common shares, and warrants or options to acquire 3,002,615 common shares of Biosenta which, if exercised, would result in the Offering owning approximately 13.62% of the then issued and outstanding common shares on partially diluted basis. Subsequent to the acquisition noted in paragraph 2, the Offeror sold 780,000 common shares of Biosenta and acquired warrants entitling the holder thereof to acquire 75,000 common shares of Biosenta. As such, the Offeror now beneficially owns 5,503,111 common shares of Biosenta, representing approximately 8.44% of Biosenta's currently outstanding shares, and warrants or options to acquire 3,077,615 common shares of Biosenta which, if exercised, would result in the Offeror owning approximately 12.57% of the then issued and outstanding common shares on partially diluted basis.

4. Designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph 3 over which:

- (a) **the offeror, either alone or together with any joint actors, has ownership and control;**

See paragraph 3.

- (b) **the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor, and**

Not applicable.

- (c) **the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

5. **The name of the market in which the transaction or occurrence that gave rise to the news release took place.**

Not applicable. The Offeror acquired the common shares and warrants pursuant to a private placement of Biosenta.

6. **The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release.**

\$0.15 per common share and one-half of one warrant.

7. **The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The Offeror acquired the shares and warrants under a private placement for investment purposes and, subject to regulatory requirements, may acquire additional common shares of Biosenta in the future.

8. **The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

The common shares and warrants were acquired pursuant to a subscription agreement between the Offeror and Biosenta.

9. **The names of any joint actors in connection with the disclosure required by this report:**

Not applicable.

10. **In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities,**

including an issuance from treasury, the nature and value, in Canadian dollars of the consideration paid by the offeror:

The aggregate purchase price for the common shares and warrants described in paragraph 2 was \$375,784.50.

- 11. If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 in respect of the reporting issuer's securities:**

Not applicable.

- 12. If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance.**

Not applicable.

DATED the 25 day of October, 2013.

"Bruce Lewis"

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