

Form 62-103F1
REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

This filing is being made to report historical acquisitions of Class A shares and warrants to acquire Class A shares of Biosenta Inc.

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to Class A shares (“Class A shares”) and warrants to acquire Class A shares of Biosenta Inc. (“Biosenta”).

Biosenta’s head office address is located at:

18 Wynford Drive, Suite 704
Toronto, ON M3C 3S2

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The acquisitions of Class A shares and warrants to acquire Class A shares that triggered the requirement to file this report took place pursuant to private placements by Biosenta of newly-issued Class A shares and warrants to acquire Class A shares.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Paul Kalata
18 Wynford Drive
Suite 704
Toronto, ON M3C 3S2

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On February 28, 2020, Biosenta issued to DK Financial Canada Inc. (“DK”) 1,099,875 Class A shares and warrants to acquire 549,938 Class A shares at an exercise price of \$0.20 per Class A share in repayment of liabilities owing to DK by Biosenta totalling \$109,987.50 (the “**First Reportable Event**”).

On June 18, 2021, Biosenta issued to DK 200,000 Class A shares in repayment of liabilities for rent and other office expenses owing to DK by Biosenta totalling \$96,000.00 (the “**Second Reportable Event**”).

On March 22, 2022, Biosenta issued to 1943391 Ontario Ltd. (“**194**”) 753,207 Class A shares and warrants to acquire 376,604 Class A shares at an exercise

price of \$0.56 per Class A share in repayment of liabilities owing to 194 by Biosenta totalling \$210,898.00 (the “**Third Reportable Event**”).

2.3 State the names of any joint actors.

As the sole shareholder of DK, Mr. Kalata beneficially owns the Class A shares and warrants to acquire Class A shares owned by DK.

Pursuant to an informal understanding between Mr. Kalata, who beneficially owns and exercises control or direction over 50% of the issued shares of 194, and Bill Connor, who beneficially owns and exercises control or direction over the other 50% of the issued shares of 194, Mr. Kalata exercises control or direction over 376,604 of the Class A shares and 188,302 of the warrants to acquire Class A shares acquired by 194 pursuant to the Third Reportable Event. Mr. Kalata and Mr. Connor do not act jointly or in concert with one and other with respect to the securities of Biosenta beneficially owned by them or over which they exercise control or direction.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror’s securityholding percentage in the class of securities.

First Reportable Event

On February 28, 2020, Biosenta issued to DK 1,099,875 Class A shares and warrants to acquire 549,938 Class A shares at an exercise price of \$0.20 per Class A share in repayment of liabilities owing to DK by Biosenta totalling \$109,987.50. The 1,099,875 Class A shares which Mr. Kalata acquired beneficial ownership of pursuant to the First Reportable Event represented approximately 6.34% of the issued and outstanding Class A shares immediately following the First Reportable Event. Assuming the exercise of the warrants to acquire 549,938 Class A shares which Mr. Kalata acquired beneficial ownership of pursuant to the First Reportable Event, the 1,649,813 Class A shares which Mr. Kalata acquired beneficial ownership of pursuant to the First Reportable Event represented approximately 9.22% of the issued and outstanding Class A shares immediately following the First Reportable Event.

Immediately prior to the First Reportable Event, Mr. Kalata beneficially owned 378,678 Class A shares (337,612 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 2.69% of the issued and outstanding Class A shares at that time.

Immediately following the First Reportable Event, Mr. Kalata beneficially owned 1,478,553 (1,437,487 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 8.53% of the issued and outstanding Class A shares at that time. Assuming the exercise of the warrants to acquire 549,938 Class A shares which Mr. Kalata acquired beneficial ownership of pursuant to

the First Reportable Event, Mr. Kalata beneficially owned 2,028,491 Class A shares immediately following the First Reportable Event which represented approximately 11.34% of the issued and outstanding Class A shares at that time.

Second Reportable Event

On June 18, 2021, Biosenta issued to DK 200,000 Class A shares in repayment of liabilities for rent and other office expenses owing to DK by Biosenta totalling \$96,000.00. The 200,000 Class A shares which Mr. Kalata acquired beneficial ownership of pursuant to the Second Reportable Event represented approximately 1.13% of the issued and outstanding Class A shares immediately following the Second Reportable Event.

Immediately prior to the Second Reportable Event, Mr. Kalata beneficially owned 1,478,553 Class A shares (1,437,487 owned by DK and 41,066 owned by Mr. Kalata directly) and warrants to acquire 549,938 Class A shares (owned by DK). The Class A shares beneficially owned by Mr. Kalata immediately prior to the Second Reportable Event represented approximately 8.43% of the issued and outstanding Class A shares at that time. Assuming the exercise of the warrants to acquire 549,938 Class A shares beneficially owned by Mr. Kalata immediately prior to the Second Reportable Event, Mr. Kalata beneficially owned 2,028,491 Class A shares which represented approximately 11.21% of the issued and outstanding Class A shares at that time.

Immediately following the Second Reportable Event, Mr. Kalata beneficially owned 1,678,553 Class A shares which represented approximately 9.46% of the issued and outstanding Class A shares at that time. Assuming the exercise of the warrants to acquire 549,938 Class A shares beneficially owned by Mr. Kalata immediately following the Second Reportable Event, Mr. Kalata beneficially owned 2,228,491 Class A shares which represented approximately 12.18% of the issued and outstanding Class A shares at that time.

Third Reportable Event

On March 22, 2022, Biosenta issued to 194 753,207 Class A shares and warrants to acquire 376,604 Class A shares at an exercise price of \$0.56 per Class A share in repayment of liabilities owing to 194 by Biosenta totalling \$210,898.00. The 376,604 Class A shares over which Mr. Kalata acquired control or direction pursuant to the Third Reportable Event represented approximately 1.64% of the issued and outstanding Class A shares immediately following the Third Reportable Event. Assuming the exercise of the warrants to acquire 188,302 Class A shares over which Mr. Kalata acquired control or direction pursuant to the Third Reportable Event, the 564,906 Class A shares over which Mr. Kalata acquired control or direction pursuant to the Third Reportable Event represented approximately 2.44% of the issued and outstanding Class A shares at that time.

Immediately prior to the Third Reportable Event, Mr. Kalata beneficially owned 2,228,491 Class A shares (2,187,425 owned by DK and 41,066 owned by Mr.

Kalata directly) which represented approximately 11.50% of the issued and outstanding Class A shares at that time.

Immediately following the Third Reportable Event, Mr. Kalata beneficially owned, or exercised control or direction over, 2,605,095 Class A shares which represented approximately 11.32% of the issued and outstanding Class A shares at that time. Assuming the exercise of the warrants to acquire 188,302 Class A shares over which Mr. Kalata acquired control or direction pursuant to the Third Reportable Event, Mr. Kalata beneficially owned, or exercised control or direction over, 2,793,3976 Class A shares which represented approximately 12.04% of the issued and outstanding Class A shares at that time.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

Mr. Kalata acquired beneficial ownership of the 1,099,875 Class A shares and warrants to acquire 549,938 Class A shares that triggered the requirement to file a report in respect of the First Reportable Event.

Mr. Kalata acquired beneficial ownership of the 200,000 Class A shares that triggered the requirement to file a report in respect of the Second Reportable Event.

Mr. Kalata acquired control or direction over the 376,604 Class A shares and warrants to acquire 188,302 Class A shares that triggered the requirement to file a report in respect of the Third Reportable Event.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

See Item 3.1 above.

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

Immediately prior to the First Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 378,678 Class A shares (337,612 owned by DK and 41,066 owned by Mr. Kalata directly) which

represented approximately 2.69% of the issued and outstanding Class A shares at that time.

Immediately following the First Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 1,478,553 Class A shares (1,437,487 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 8.53% of the issued and outstanding Class A shares at that time. Immediately following the First Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over warrants to acquire 549,938 Class A shares at an exercise price of \$0.20 per Class A share (owned by DK). Assuming the exercise of these warrants immediately following the First Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 2,028,491 Class A shares which represented approximately 11.34% of the issued and outstanding Class A shares at that time.

Immediately prior to the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 1,478,553 Class A shares (1,437,487 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 8.43% of the issued and outstanding Class A shares at that time. Immediately prior to the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over warrants to acquire 549,938 Class A shares at an exercise price of \$0.20 per Class A share (owned by DK). Assuming the exercise of these warrants immediately prior to the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 2,028,491 Class A shares which represented approximately 11.21% of the issued and outstanding Class A shares at that time.

Immediately following the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction 1,678,553 Class A shares (1,637,487 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 9.46% of the issued and outstanding Class A shares at that time. Immediately following the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over warrants to acquire 549,938 Class A shares at an exercise price of \$0.20 per Class A share (owned by DK). Assuming the exercise of these warrants immediately following the Second Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 2,228,491 Class A shares which represented approximately 12.18% of the issued and outstanding Class A shares at that time.

Both immediately prior to and immediately following the Third Reportable Event, Mr. Kalata beneficially owned and exercised control or direction over 2,228,491 Class A shares (2,187,425 owned by DK and 41,066 owned by Mr. Kalata directly) which represented approximately 11.50% of the issued and outstanding Class A shares immediately prior to the Third Reportable Event and approximately 9.69% of the issued and outstanding Class A shares immediately following the Third Reportable Event.

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

Not applicable.

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

Both immediately prior to and immediately following the First Reportable Event, Mr. Kalata did not exercise control or direction over any securities of Biosenta which he did not beneficially own.

Both immediately prior to and immediately following the Second Reportable Event, Mr. Kalata did not exercise control or direction over any securities of Biosenta which he did not beneficially own.

Immediately prior to the Third Reportable Event, Mr. Kalata did not exercise control or direction over any securities of Biosenta which he did not beneficially own.

Immediately following the Third Reportable Event, Mr. Kalata exercised control or direction over 376,604 Class A shares (owned by 194) which he did not beneficially own, which represented approximately 1.64% of the issued and outstanding Class A shares at that time. Immediately following the Third Reportable Event, Mr. Kalata exercised control or direction over warrants to acquire 188,302 Class A shares at an exercise price of \$0.56 per Class A (owned by 194) which he did not beneficially own. Assuming the exercise of these warrants immediately following the Third Reportable Event, Mr. Kalata exercised control or direction over 564,906 Class A shares (owned by 194) which he did not beneficially own, which represented approximately 2.44% of the issued and outstanding Class A shares at that time.

- 3.6 **If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.**

Not applicable.

- 3.7 **If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The consideration paid by DK for the Class A shares and the warrants to acquire Class A shares in the First Reportable Event was \$109,987.50 in the aggregate or \$0.10 per Class A share (no consideration was allocated to the warrants).

The consideration paid by DK for the Class A shares in the Second Reportable Event was \$96,000.00 in the aggregate or \$0.48 per Class A share.

The consideration paid by 194 for the Class A shares and the warrants to acquire Class A shares in the Third Reportable Event was \$210,898.00 in the aggregate or approximately \$0.28 per Class A share (no consideration was allocated to the warrants).

- 4.2 In the case of a transaction or other 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, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

The purchase price in the First Reportable Event was paid by DK by the satisfaction of \$109,987.50 of debt owing to DK by Biosenta.

The purchase price in the Second Reportable Event was paid by DK by the satisfaction of \$96,000.00 of debt owing to DK by Biosenta.

The purchase price in the Third Reportable Event was paid by 194 by the satisfaction of \$210,898.00 of debt owing to 194 by Biosenta.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**
- (f) a material change in the reporting issuer’s business or corporate structure;**
- (g) a change in the reporting issuer’s charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;**
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**
- (j) a solicitation of proxies from securityholders;**
- (k) an action similar to any of those enumerated above.**

The Class A shares and warrants to acquire Class A shares acquired by DK in the First Reportable Event and the Class A shares acquired by DK in the Second Reportable Event were acquired by DK, and the Class A shares and warrants to acquire Class A shares acquired by 194 in the Third Reportable Event were acquired by 194, for investment purposes as part of efforts to support the liquidity of Biosenta by allowing it to satisfy debt through the issuance of equity. Mr. Kalata may determine to purchase additional Class A shares in the open market or otherwise or sell all or some of the Class A shares beneficially owned by him, or over which he exercises control and direction, depending upon price, market conditions, availability of funds, evaluation of alternative investments

and other factors. Mr. Kalata has no current intention to effect any of the other transactions listed in clauses (b) through (k) above.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder’s fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Pursuant to an informal understanding between Mr. Kalata, who owns 50% of the issued shares of 194, and Bill Connor, the individual who beneficially owns and exercises control or direction over the other 50% of the issued shares of 194, Mr. Kalata exercises control or direction over 376,604 of the Class A shares and warrants to acquire 188,302 Class A shares acquired by 194 pursuant to the Third Reportable Event. Pursuant to the same informal understanding, Mr. Connor exercises control or direction over 376,603 of the Class A shares and warrants to acquire 188,302 Class A shares acquired by 194 pursuant to the Third Reportable Event. Mr. Kalata and Mr. Connor do not act jointly or in concert with one and other with respect to the securities of Biosenta beneficially owned by them or over which they exercise control or direction.

Item 7 – Change in material fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer’s securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 - Certification

Certificate

I, as the acquiror, certify, or I, as the agent filing the report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

June 29, 2022
Date

(signed) "Paul Kalata"
Signature

Paul Kalata
Name/Title