

**EARLY WARNING REPORT FILED PURSUANT TO
PART 3 OF NATIONAL INSTRUMENT 62-103**

1. Name and address of the offeror:

Roger Dent (the "Offeror")
390 Bay Street, Unit 806
Toronto, ON M5H 2Y2

2. Designation and number or principal amount of securities and the offeror's security-holding 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.

The Offeror acquired ownership of or direct or indirect control over an aggregate total of 2,500,000 common shares of Quinsam Capital Corporation (the "Issuer") pursuant to a private placement that closed on March 21, 2014.

3. Designation and number or principal amount of securities and the offeror's security-holding percentage in the class of securities immediately after the transaction or occurrence giving rise to the reporting obligation.

Prior to the above purchases, the Offeror had direct and indirect control of 6,100,000 common shares of the Issuer or securities convertible into common shares of the Issuer. With the new purchases, the Offeror has direct and indirect control of 8,600,000 common shares of the Issuer or securities convertible into common shares of the Issuer, representing 36.2% of the outstanding shares of the Issuer on a 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;

2,000,000 common shares of the Issuer (8.4%) and options for the purchase of 100,000 common shares of the issuer (total partially-diluted shareholdings of 8.8% assuming exercise of Offeror's options).

(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;

Not applicable.

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

Family members of Mr. Dent own an aggregate of 6,500,000 common shares (27.3%), which are held in accounts over which Mr. Dent has direct or indirect control.

5. Name the market in which the transaction or occurrence that gave rise to the news release took place.

The acquisition of common shares of the Issuer occurred as part of a private placement of 9,207,660 common shares that was announced on February 4, 2014, and closed on March 21, 2014.

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

\$0.10 per common share for \$250,000 in the aggregate.

6. 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.

These common shares were acquired for investment purposes only, however, the Offeror will review his holdings from time to time and may increase or decrease his position as future circumstances may dictate.

7. 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.

Not applicable.

8. Names of any joint actors in connection with the disclosure required herein:

Not applicable.

9. 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 of the consideration paid by the offeror.

A total of 2,500,000 common shares of the Issuer were acquired in a private placement for a cash purchase price of \$0.10 per share, for total purchase proceeds of \$250,000.

- 10. 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 of National Instrument 62-103 in respect of the reporting issuer's securities:**

Not applicable.

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

Not applicable.

Dated this 24th day of March, 2014.

Per: "Roger Dent"

Roger Dent