

EARLY WARNING REPORT
RELATING TO THE ACQUISITION OF SECURITIES IN THE CAPITAL OF
TRYP THERAPEUTICS INC.

The undersigned hereby certifies:

1. Security and Reporting Issuer:

- 1.1 Common Shares without par value

Tryp Therapeutics Inc. (the “**Issuer**”)
301-1665 Ellis Street,
Kelowna BC V1Y 7J8
- 1.2 The Canadian Securities Exchange.

2. Identity of the Acquiror

- 2.1 William J. Garner M.D. (“**Dr. Garner**”)
100 Calle del Muelle, 21007
San Juan, Puerto Rico,
USA 00901
- 2.2 On February 22, 2022, the Issuer completed a first tranche of a non-brokered private placement (the “**Private Placement**”) to Dr. Garner. The Private Placement consisted of 5,000,000 common shares in the capital of the Issuer (the “**Common Shares**”) at a price of \$0.20 per Common Share, for aggregate gross proceeds of \$1,000,000.

Prior to the Private Placement, Dr. Garner beneficially owned or exercised control or direction over 13,415,000 Common Shares, representing approximately 20.07% and 16.08% of the issued and outstanding Common Shares on an undiluted and diluted basis, respectively. Following the acquisition of the Common Shares, Dr. Garner beneficially owns or exercises control or direction over 18,415,000 Common Shares, representing approximately 25.63% and 20.83% of the issued and outstanding Common Shares on an undiluted and diluted basis respectively.

- 2.3 N/A.

3. Interest in Securities of the Reporting Issuer

- 3.1 See Item 2.2.
- 3.2 See Item 2.2.
- 3.3 N/A
- 3.4 See Item 2.2.
- 3.5 See Item 2.2.
- 3.6 N/A
- 3.7 N/A

3.8 N/A

4. Consideration Paid

4.1 Dr. Garner acquired 5,000,000 Common Shares at a price of \$0.20 per share for a total of \$1,000,000. Also see Item 2.2.

4.2 N/A

4.3 N/A

5. Purpose of the Transaction

Dr. Garner acquired the Common Shares to provide funding to allow the Issuer to advance its research and development programs. In connection with Dr. Garner's acquisition of the Common Shares, Dr. Garner resigned from the Issuer's board of directors effective February 18, 2022 and the vacancy resulting from his resignation was filled by David Tousley.

Dr. Garner intends to review his investment in the Issuer on a continuing basis and may purchase or sell Common Shares, either on the open market or in private transactions, in each case, depending on a number of factors, including general market and economic conditions and other factors and conditions that Garner deems appropriate. Dr. Garner currently anticipates acquiring an additional 15,000,000 Common Shares pursuant to a second tranche of the Private Placement on or about March 1, 2022.

6. Agreements, Arrangements, Commitments or Understandings with Respect to Securities of the Reporting Issuer

N/A

7. Change in Material Fact

N/A

8. Exemption

N/A

9. Certification

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

Date: February 22, 2022

Signature: "William J. Garner" /s/

Name/Title: William J. Garner M.D.