

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

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 April 22, 2022, the Issuer completed a non-brokered private placement (the “**Private Placement**”) to Dr. Garner. The Private Placement consisted of 20,000,000 units of the Issuer (the “**Units**”) at a price of \$0.15 per Unit, for aggregate gross proceeds of \$3,000,000. Each Unit is comprised of one common share in the capital of the Issuer (a “**Common Share**”) and one-half of one Common Share purchase warrant (each whole Common Share purchase warrant, a “**Warrant**”). Each Warrant entitles the holder to acquire an additional Common Share at a price of \$0.20 per Common Share until April 22, 2024.

Prior to the Private Placement, Dr. Garner beneficially owned or exercised control or direction over 18,415,000 Common Shares, representing approximately 25.63% and 24.17% of the issued and outstanding Common Shares on an undiluted and diluted basis, respectively. Following the acquisition of the Units, Dr. Garner beneficially owns or exercises control or direction over 38,415,000 Common Shares and 10,000,000 Warrants, representing approximately 40.26% and 42.93% 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 20,000,000 Units for aggregate consideration of \$3,000,000, representing a price per Unit of \$0.15. Also see Item 2.2.
- 4.2 N/A
- 4.3 N/A

5. Purpose of the Transaction

Dr. Garner acquired the Units to provide funding to allow the Issuer to advance its research and development programs.

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. Presently, Dr. Garner has no intention of acquiring any further securities of the Issuer or disposing of any of his securities.

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

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: April 22, 2022

Signature: "William J. Garner" /s/

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