

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

The undersigned hereby certifies:

1. Security and Reporting Issuer:

1.1 Common Shares

GeneTether Therapeutics Inc. (the “**Issuer**”)
301-1665 Ellis Street,
Kelowna BC V1Y 7J8

1.2 The Issuer’s common shares (the “**Common Shares**”) are listed for trading on the CSE under the symbol “GTTX”.

2. Identity of the Acquiror

2.1 William J. Garner (“**Dr. Garner**”)
100 Calle del Muelle, 21007
San Juan, Puerto Rico,
USA 00901

2.2 On March 29, 2022, the Issuer completed an initial public offering and concurrent non-brokered private placement (the “**Offering**”) of units (the “**Units**”) at a price of \$0.60 per Unit. Each Unit consists of one common share in the capital of the company (each a “**Common Share**”) and one Common Share purchase warrant (each a “**Warrant**”). Each Warrant entitles the holder to acquire, subject to adjustment, one additional Common Share at any time prior to 4:00 p.m. (Vancouver Time) on March 29, 2025 at a price of \$0.72 per Common Share.

Dr. Garner acquired 5,718,824 Units under the Offering. Prior to the Offering, Dr. Garner beneficially owned or exercised control or direction over 18,230,089 Common Shares and 746,465 incentive stock options (“**Options**”) representing approximately 43.75% and 36.87% of the issued and outstanding Common Shares on an undiluted and fully-diluted basis, respectively. Following the Offering, Dr. Garner beneficially owns or exercises control or direction over 23,948,913 Common Shares, 746,465 Options and 5,718,824 Warrants, representing approximately 48.71% and 45.32% of the issued and outstanding Common Shares on an undiluted and fully-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 Dr. Garner has been granted 746,465 Options entitling him to acquire an additional 746,465 Common Shares at an exercise price of US\$0.1461/share. In addition, pursuant to the Offering, Dr. Garner acquired an interest in 5,718,824 Warrants entitling him to acquire an additional in 5,718,824 Common Shares at an exercise price of \$0.72/share. Should Dr. Garner exercise all of these Options and Warrants, Dr. Garner would hold an aggregate of 30,414,202 Resulting Issuer Shares. See Item 2.2.
- 3.7 N/A
- 3.8 N/A

4. Consideration Paid

- 4.1 Dr. Garner acquired 5,718,824 Units at a price of \$0.60/Unit for aggregate consideration of approximately \$3,431,294.
- 4.2 N/A
- 4.3 N/A

5. Purpose of the Transaction

The securities were acquired by Dr. Garner for investment purposes. Dr. Garner intends to review his investment in the Issuer on a continuing basis. Presently, he has no intention of acquiring any further securities of the Issuer or disposing of any of his securities. Dr. Garner may acquire or dispose of securities in the future depending upon market circumstances and other considerations.

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: March 29, 2022

Signature: "William J. Garner M.D." (signed)

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