

**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 Geoffrey Sargent (“**Mr. Sargent**”)
1477 Via Manzanas
San Lorenzo, California
USA 94580

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.

Prior to the Offering, Mr. Sargent beneficially owned or exercised control or direction over 11,196,974 Common Shares and 298,586 incentive stock options (“**Options**”) representing approximately 26.87% and 22.34% of the issued and outstanding Common Shares on an undiluted and fully-diluted basis, respectively. Following the Offering, Mr. Sargent continues to beneficially own or exercise control or direction over 11,196,974 Common Shares and 298,586 Options, which, following the Offering, represent approximately 22.77% and 17.13% 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 N/A. See Item 2.2.
3.2 N/A. See Item 2.2.
3.3 N/A

- 3.4 See Item 2.2.
- 3.5 See Item 2.2.
- 3.6 Mr. Sargent has been granted 298,586 Options entitling him to acquire an additional 298,586 Common Shares at an exercise price of US\$0.1461. Should Mr. Sargent exercise all of these Options, Mr. Sargent would hold an aggregate of 11,495,560 Resulting Issuer Shares.
- 3.7 N/A
- 3.8 N/A

4. Consideration Paid

- 4.1 N/A. See item 2.2.
- 4.2 N/A
- 4.3 N/A

5. Purpose of the Transaction

Mr. Sargent 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. Mr. Sargent 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: "Geoffrey Sargent" (signed)

Name/Title: Geoffrey Sargent