FORM 13-502F1
CLASS 1 AND CLASS 3B REPORTING ISSUERS - PARTICIPATION FEE

MANAGEMENT CERTIFICATION

I, _____Tom DiGiovanni_____, an officer of the reporting issuer noted below have examined this Form 13-502F1 (the **Form**) being submitted hereunder to the Ontario Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) _"Tom DiGiovanni"_ _____ April 27, 2022 _____
Name: Tom DiGiovanni   Date:
Title: Chief Financial Officer

Reporting Issuer Name: Harborside Inc.

End date of previous financial year: 31/12/2021

Type of Reporting Issuer: ☒ **Class 1 reporting issuer**   ☐ **Class 3B reporting issuer**

Highest Trading Marketplace: Canadian Securities Exchange
(refer to the definition of "highest trading marketplace" under OSC Rule 13-502 *Fees*)

<u>Market value of listed or quoted equity securities</u>:
(in Canadian Dollars - refer to section 7.1 of OSC Rule 13-502 *Fees*)

Equity Symbol   HBOR

1st Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC
Rule 13-502 *Fees*)   01/01/2021   to   31/03/2021

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace   **$**   2.38   (i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period   34,511,058   (ii)

Market value of class or series   (i) x (ii) **$**   82,136,318   (A)

2nd Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

01/04/2021   to   30/06/2021

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 1.80   (iii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

36,742,332   (iv)

Market value of class or series   (iii) x (iv) $ 66,136,198   (B)

3rd Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

01/07/2021   to   30/09/2021

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 1.05   (v)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

39,450,385   (vi)

Market value of class or series   (v) x (vi) $ 41,422,904   (C)

4th Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

01/10/2021   to   31/12/2021

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 0.46   (vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

39,525,407   (viii)

Market value of class or series   (vii) x (viii) $ 18,181,687   (D)

5th Specified Trading Period (dd/mm/yy)
(refer to the definition of "specified trading period" under OSC Rule 13-502 *Fees*)

N/A   to   N/A

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace $ _____ N/A _____ (ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period   _____ N/A _____ (x)

Market value of class or series   (ix) x (x) $ _____ N/A _____ (E)

Average Market Value of Class or Series
(Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above)) $ _____ 51,969,277 _____ **(1)**

(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary pursuant to paragraph 2.8(1)(c) of OSC Rule 13-502 *Fees*, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

Fair value of outstanding debt securities:
(See paragraph 2.8(1)(b), and if applicable, paragraph 2.8(1)(c) of OSC Rule 13-502 *Fees*) $ _____ 0 _____ **(2)**

(Provide details of how value was determined)

(based on discounted future cash flows using discount rates that reflect current market conditions for instruments with similar terms and risks)

Capitalization for the previous financial year   (1) + (2) $ _____ 51,969,277 _____

Participation Fee $ _____ 6,390 _____
(For Class 1 reporting issuers, from Appendix A of OSC Rule 13-502 *Fees*, select the participation fee)

(For Class 3B reporting issuers, from Appendix A.1 of OSC Rule 13-502 *Fees*, select the participation fee)

Late Fee, if applicable
(As determined under section 2.7 of OSC Rule 13-502 *Fees*) $ _____ N/A _____

Total Fee Payable
(Participation Fee plus Late Fee) $ _____ 6,390 _____