

FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Harborside Inc. (formerly Lineage Grow Company Ltd.) (the "Issuer").

Trading Symbol: HBOR

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities Act*, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

- (a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
- (e) Contractual obligations with Related Persons, separate from other contractual obligations.
- (f) Contingencies involving Related Persons, separate from other contingencies.

Please refer to Note 18 of the Issuer's unaudited condensed interim consolidated financial statements for the 3 months ended April 30, 2019 and 2018 for more answers and details to the above Related Party Transactions questions.

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

- (a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
Q1 2020	Common shares	Issuance on conversion of debentures	354,284	\$0.20	Nil	N/A	Arm's length parties	N/A

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
N/A	N/A		N/A	N/A	N/A	N/A

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

As at April 30, 2019, the Issuer is authorized to issue an unlimited number of common shares and preferred shares without par value. The Issuer has not issued any preferred shares to date.

(b) number and recorded value for shares issued and outstanding,

	Number of common shares	Amount
	#	\$
Balance, January 31, 2019	75,643,484	12,939,533
Shares issued on conversion of debentures	354,384	82,557
Balance, April 30, 2019	75,997,868	13,022,090

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

The following table summarizes information of stock options outstanding and exercisable as at April 30, 2019:

Date of expiry	Number of options outstanding	Number of options exercisable	Exercise price	Weighted average remaining
	#	#	\$	Years
December 12, 2021	85,000	85,000	0.10	2.62
May 24, 2023	2,675,000	1,425,000	0.25	4.07
August 3, 2023	20,000	6,667	0.25	4.26
December 14, 2023	2,833,333	2,833,333	0.165	4.63
	5,613,333	4,350,000	0.20	4.33

The following table summarizes information of warrants outstanding as at April 30, 2019:

Date of expiry	Number of warrants outstanding	Exercise price	Weighted average remaining
	#	\$	Years
May 12, 2019	10,000,000	0.25	0.03
May 12, 2019	400,000	0.25	0.03
January 24, 2020	4,740,000	0.325	0.74
January 24, 2020	379,200	0.25	0.74
February 8, 2020	3,442,064	0.325	0.78
February 8, 2020	251,600	0.25	0.78
February 14, 2020	3,047,600	0.325	0.79
February 14, 2020	75,200	0.25	0.79
February 16, 2020	900,000	0.325	0.80
February 16, 2020	72,000	0.25	0.80
	23,307,664	0.29	0.44

- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

As at April 30, 2019, there were no shares subject to escrow or pooling agreements or any other restriction on transfer.

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Andrew Berman, President, CEO and Director

Peter Bilodeau, Chairman and Director

Keith Li, CFO

Adam Szweras, Director

Matthew K. Hawkins, Director

Nayir Felix Munoz, Director

Sherri Altshuler, Director

Tracy Geldert, Director

Jack Nichols, Corporate Secretary

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated July 8, 2019.

Keith Li
Name of Director or Senior Officer

"Keith Li"
Signature

Chief Financial Officer
Official Capacity

Issuer Details Name of Issuer Harborside Inc. (formerly Lineage Grow Company Ltd.)	For Quarter Ended April 30, 2019	Date of Report YY/MM/DD 19/07/08
Issuer Address 2100 Embarcadero, Suite 202		
City/Province/Postal Code Oakland/California/94606	Issuer Fax No. ()	Issuer Telephone No.
Contact Name Keith Li	Contact Position CFO	Contact Telephone No. (647) 660-8703
Contact Email Address kli@bransonservices.com	Web Site Address www.investharborside.com	

36581405.2