

# FORM 11

## **NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: Harborside Inc. (the "Issuer").

Trading Symbol: HBOR

Dated as of: January 20, 2021

### **1. New Options Granted:**

Date of Grant: December 23, 2020

<b>Name of Optionee</b>	<b>Position (Director/ Officer/ Employee/ Consultant/ Management Company)</b>	<b>Insider Yes or No?</b>	<b>No. of Optioned Shares</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>No. of Options Granted in Past 12 Months</b>
Matthew K. Hawkins	Director	Yes	180,000	\$1.83	December 23, 2025	145,000
Peter Kampian	Director	Yes	130,000	\$1.83	December 23, 2025	130,000
Andrew Sturner	Director	Yes	130,000	\$1.83	December 23, 2025	Nil
Alex Norman	Director	Yes	100,000	\$1.83	December 23, 2025	Nil
James Scott	Director	Yes	100,000	\$1.83	December 23, 2025	Nil
Mike Dacks	Director	Yes	100,000	\$1.83	December 23, 2025	Nil
Kevin Albert	Director	Yes	100,000	\$1.83	December 23, 2025	Nil

Total Number of optioned shares proposed for acceptance: 840,000

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Greg Sutton	250,000	\$0.95	01-Sep-20	01-Sep-25
Jack Nichols	32,631	US\$0.05	01-Aug-16	01-Aug-26
	200,000	US\$4.15	25-Apr-18	25-Apr-28
	100,000	\$0.95	01-Sep-20	01-Sep-25
Marian Robinson	215,000	\$0.95	01-Sep-20	01-Sep-25
Matthew K. Hawkins	350	US\$0.05	01-Aug-16	01-Aug-26
	8,000	US\$4.15	15-May-18	15-May-28
	145,000	\$0.95	01-Sep-20	01-Sep-25
Nayir Munoz	165,000	\$0.95	01-Sep-20	01-Sep-25
Peter Bilodeau	11,957	\$10.45	24-May-18	24-May-23
	8,152	\$6.90	14-Dec-18	14-Dec-23
	510,000	\$0.95	01-Sep-20	01-Sep-25
Peter Kampian	130,000	\$0.95	01-Sep-20	01-Sep-25
Roger Jenkins	10,512	US\$0.05	01-Aug-16	01-Aug-26
	240,000	US\$4.15	25-Apr-18	25-Apr-28
Sherri Altshuler	135,000	\$0.95	01-Sep-20	01-Sep-25
Stephen DeAngelo	97,677	US\$0.05	01-Aug-16	01-Aug-26
	200,000	US\$4.15	25-Apr-18	25-Apr-28
Tom DiGiovanni	275,000	\$0.95	01-Sep-20	01-Sep-25
Tracy Geldert	1,927	US\$0.05	01-Aug-16	01-Aug-26
	20,000	US\$0.05	26-Jul-17	26-Jul-27
	24,000	US\$4.15	25-Apr-18	25-Apr-28
	175,000	\$0.95	01-Sep-20	01-Sep-25
Former Directors and Officers	200,000	US\$4.15	25-Apr-18	25-Apr-28
	7,772	\$10.45	24-May-18	24-May-23
	10,163	\$6.90	14-Dec-18	14-Dec-23
	135,000	\$0.95	01-Sep-20	01-Sep-25
Consultants	300,000	\$1.09	30-Sep-20	30-Sep-21
Employees	14,777	US\$0.05	01-Aug-16	01-Aug-26
	149,235	US\$0.05	26-Jul-17	26-Jul-27
	27,375	US\$4.15	04-Dec-17	04-Dec-27
	25,000	US\$4.15	25-Apr-18	25-Apr-28
	15,000	US\$4.15	07-May-18	07-May-28
	10,000	US\$4.15	25-Jun-18	25-Jun-28
	50,000	US\$4.15	12-Sep-18	12-Sep-28

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	10,000	US\$5.31	07-Nov-18	07-Nov-28
	100,000	\$0.95	01-Sep-20	01-Sep-25
Former Employees	374,195	US\$0.05	01-Aug-16	01-Aug-26
	60,000	US\$0.05	26-Jul-17	26-Jul-27
	437,500	US\$4.15	25-Apr-18	25-Apr-28
	625,000	US\$0.055	05-Jul-19	05-Jul-22
Non-Employee Service Providers	665,515	US\$0.05	01-Aug-16	01-Aug-26
	300,000	US\$0.05	15-May-18	15-May-28
<b>TOTAL (BEFORE GRANT)</b>	<b>6,471,738</b>			

(1) Set out number of optioned shares for each grant with different terms.

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OR AMENDMENT**

**3. Additional Information**

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held.

Not applicable

- (b) State the date of the news release announcing the grant of options.

December 24, 2020

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

43,923,350 issued and outstanding (including subordinate voting shares and multiple voting shares on an as-converted basis)

- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options.

16.6%

- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

1,248,072

- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.

Not applicable

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

Not applicable

#### 4. 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 Certificate of Compliance.
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 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated January 20, 2021

Peter Bilodeau  
Name of Director or Senior  
Officer

(signed) "Peter Bilodeau"  
Signature

Interim Chief Executive Officer,  
Official Capacity

43089397.2