



HARBORSIDE INC.



Trader's Bank Building
702, 67 Yonge Street
Toronto ON M5E 1J8

Form of Proxy – Annual and Special Meeting to be held on June 23, 2022

Appointment of Proxyholder

I/We being the undersigned holder(s) of shares of Harborside Inc. (the "Corporation") hereby appoint **Thomas DiGiovanni** or failing this person, **John H. (Jack) Nichols** (together, the "Management Nominees")

OR

Print the name of the person you are appointing if this person is someone other than the Management Nominees listed herein:

as my/our proxyholder with full power of substitution and to attend, act, and to vote for and on behalf of the holder in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and all other matters that may properly come before the Annual and Special Meeting of the Corporation to be held **virtually at <https://web.lumiagm.com/219343554>** (meeting ID 219-343-554) on **June 23, 2022, at 11 A.M. (Toronto time)** or at any adjournment thereof (the "Meeting").

	For	Withhold		For	Withhold		For	Withhold
1. Election of Directors.								
a. Matthew K. Hawkins	<input type="checkbox"/>	<input type="checkbox"/>	b. Tiffany Liff	<input type="checkbox"/>	<input type="checkbox"/>	c. Jonathon Roy Pottle	<input type="checkbox"/>	<input type="checkbox"/>
d. Marc Ravner	<input type="checkbox"/>	<input type="checkbox"/>	e. Edward M. Schmults	<input type="checkbox"/>	<input type="checkbox"/>	f. James E. Scott	<input type="checkbox"/>	<input type="checkbox"/>
g. Felicia Snyder	<input type="checkbox"/>	<input type="checkbox"/>						
2. Appointment of Auditors. To appoint Armanino LLP as auditor of the Corporation and to authorize the directors to fix their remuneration.							<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of Articles of Amendment. To consider and, if thought appropriate, pass, with or without variation, a special resolution, the full text of which is included in the accompanying management information circular of the Corporation dated May 9, 2022 (the "Circular"), authorizing certain amendments to the articles of the Corporation to, among other things, remove multiple voting shares from the authorized capital of the Corporation and reclassify the subordinate voting shares as common shares.							<input type="checkbox"/>	<input type="checkbox"/>

Authorized Signature(s) – This section must be completed for your instructions to be executed.

Signature(s):

Date

I/we authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting. If no voting instructions are indicated above, **this Proxy will be voted as recommended by management of the Corporation.**

MM / DD / YY

Interim Financial Statements – Check the box to the right if you would like to **RECEIVE** the Corporation's most recent Interim Financial Statements and accompanying Management's Discussion & Analysis by mail. Instead of receiving the Interim Financial Statements and MD&A by mail, you may choose to view these documents on SEDAR at www.sedar.com. See reverse for instructions to sign up for delivery by email.

Annual Financial Statements – Check the box to the right if you would like to **RECEIVE** the Corporation's most recent Annual Financial Statements and accompanying Management's Discussion and Analysis by mail. Instead of receiving the Annual Financial Statements and MD&A by mail, you may choose to view these documents on SEDAR at www.sedar.com. See reverse for instructions to sign up for delivery by email.

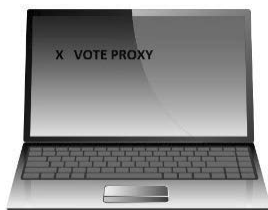
This form of proxy is solicited by and on behalf of management of Harborside Inc.

Proxies must be received by 11 A.M. (Toronto time) on June 21, 2022 or if the Meeting is adjourned, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time set for any reconvened meeting at which the proxy is to be used.

Notes to Proxy

1. Each holder has the right to appoint a person, who need not be a holder, to attend and represent him or her at the Annual and Special Meeting. **Each holder may appoint a proxy holder other than any of the Management Nominees to attend and act on the holder's behalf at the meeting.** If you wish to appoint a person other than the persons whose names are printed herein, please insert the name of your chosen proxyholder in the space provided on the reverse.
2. If the securities are registered in the name of more than one holder (for example, joint ownership, trustees, executors, etc.) then all of the registered owners must sign this proxy in the space provided on the reverse. If you are voting on behalf of a corporation or another individual, you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name appears on the proxy.
4. If this proxy is not dated, it will be deemed to bear the date on which it is mailed by Management to the holder.
5. The securities represented by this proxy will be voted as directed by the holder; however, if such a direction is not made in respect of any matter, this proxy will be voted as recommended by Management.
6. The securities represented by this proxy will be voted or withheld from voting, in accordance with the instructions of the holder, on any ballot that may be called for and, if the holder has specified a choice with respect to any matter to be acted on, the securities will be voted accordingly.
7. This proxy confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the meeting.
8. This proxy should be read in conjunction with the accompanying documentation provided by Management.

INSTEAD OF MAILING THIS PROXY, YOU MAY SUBMIT YOUR PROXY USING SECURE ONLINE VOTING AVAILABLE ANYTIME:



To Vote Your Proxy Online please visit:

<https://login.odysseytrust.com/pxlogin>

You will require the CONTROL NUMBER printed with your address to the right. If you vote by Internet, do not mail this proxy.

To Virtually Attend the Meeting:

You can attend the meeting virtually by visiting <https://web.lumiagm.com/219343554> and entering the meeting ID 219-343-554. The password to join the meeting is "HBOR2022". For further information on the virtual meeting and how to attend it, please view the Circular which is available on www.sedar.com.

To request the receipt of future documents via email and/or to sign up for Securityholder Online services, you may contact Odyssey Trust Company at www.odysseycontact.com.

Voting by mail may be the only method for securities held in the name of a corporation or securities being voted on behalf of another individual. A return envelope has been enclosed for voting by mail.