

**FORM 13-501F1**  
**CLASS 1 REPORTING ISSUERS AND CLASS 3B REPORTING ISSUERS -**  
**PARTICIPATION FEE**

**MANAGEMENT CERTIFICATION**

I, John Paul Smith, an officer of the reporting issuer noted below have examined this Form 13-501F1 (the **Form**) being submitted hereunder to the Alberta Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

"John Paul Smith"

Name: John Paul Smith  
 Title: General Counsel

2022.04.21

Date:

**Reporting Issuer Name:** Green Impact Partners Inc. (formerly Blackheath Resources Inc.)

**End of date of previous financial year:** December 31, 2021

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

**Highest Trading Marketplace:** TSX Venture

**Market value of listed or quoted equity securities**

<b>Equity Symbol</b>	<u>GIP*</u>	
<b>1<sup>st</sup> Specified Trading Period</b>	<u>01/01/2021*</u>	to <u>31/03/2021*</u>
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		\$ <u>0.20</u> (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		<u>14,526,139</u> (ii)
Market value of class or series	(i) x (ii)	\$ <u>2,905,227.80</u> (A)
<b>2<sup>nd</sup> Specified Training Period (dd/mm/yy)</b>	<u>01/04/2021*</u>	to <u>30/06/2021*</u>

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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 \$ 9.52 (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 14,146,156 (iv)

Market value of class or series (iii) x (iv) \$ 134,671,405  
.12 (B)

**3<sup>rd</sup> Specified Trading Period (dd/mm/yy)** 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 \$ 7.45 (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 20,300,005 (vi)

Market value of class or series (v) x (vi) \$ 151,235,037  
.25 (C)

**4<sup>th</sup> Specified Trading Period (dd/mm/yy)** 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 \$ 6.00 (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 16,464,935 (viii)

Market value of class or series (vii) x (viii) \$ 98,789,610 (D)

**5<sup>th</sup> Specified Trading Period (dd/mm/yy)** 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		\$ <u>      N/A      </u> (ix)
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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		<u>      N/A      </u> (x)
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Market value of class or series	(ix) x (x)	\$ <u>      N/A      </u> (E)
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<b>Average Market Value of Class or Series</b> (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))		<u>      96,900,320.04      </u> (1) \$ <u>      04      </u>
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(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

<b>Fair value of outstanding debt securities:</b> (Provide details of how value was determined)		<u>      N/A      </u> (2) N/A
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<b>Capitalization for the previous financial year</b>	(1) + (2)	\$ <u>      96,900,320.04      </u>
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<b>Participation Fee</b>		\$ <u>      3,000.00      </u>
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<b>Late Fee, if applicable</b>		\$ <u>      N/A      </u>
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<b>Total Fee Payable</b> (Participation Fee plus Late Fee)		\$ <u>      3,000.00      </u>
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\*Note, the 1<sup>st</sup> Specified Trading Period reflected on this form is for Blackheath Resources Inc. under stock symbol BHR, as this trading period was prior to the business combination that occurred on May 27, 2021. In connection with the business combination, BHR halted trading as of February 17, 2021. Green Impact Partners Inc. (formerly Blackheath Resources Inc.) began trading under stock symbol GIP on June 1, 2021.