HELIX APPLICATIONS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED DECEMBER 31, 2020

(EXPRESSED IN CANADIAN DOLLARS UNLESS OTHERWISE NOTED)

Introduction

This Management's Discussion and Analysis ("MD&A") of the financial condition and results of the operations of Helix Applications Inc. (the "Company" or "Helix") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended December 31, 2020. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual consolidated financial statements of the Company for the years ended December 31, 2020 and 2019, together with the notes thereto ("2019 financial statements"). Results are reported in Canadian dollars, unless otherwise noted. Information contained herein is presented as at April 29, 2021 unless otherwise indicated.

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee ("IFRIC") in preparing the 2020 financial statements.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors of the Company (the "Board"), considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Helix common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Further information about the Company and its operations can be obtained from the offices of the Company or on SEDAR at www.sedar.com.

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section below. Readers are cautioned the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Description of Business

Helix's business objectives are to develop software applications that will benefit real world business and institutions in the new operating paradigms that blockchain technology is bringing to the market.

Outlook

During the year ended December 31, 2020, the Company sought to conserve cash. In 2021, with an increased market focus on technology companies, and more specifically blockchain and cryptocurrencies, the Company renewed its operations and acquired certain blockchain patents. Going forward, the Company looks to complete the proposed acquisition of GlobalBlock (See "*Proposed Transaction*" for more information), a United Kingdom based crypto-asset brokerage.

Proposed transaction

GlobalBlock Transaction

In March 2021, the Company entered into a non-binding Memorandum of Understanding ("MOU") with GlobalBlock Limited ("GlobalBlock"), whereby the parties would work together exclusively for a period of time to negotiate a potential business combination. The Company loaned GlobalBlock £750,000 in April 2021, which is unsecured, bears interest at 10% per annum and matures in one year. The loan also contains a conversion feature whereby the Company has the option to convert the outstanding loan into a 10% equity interest in GlobalBlock in certain situations, including GlobalBlock not repaying the loan on the maturity date or in the event of a change of control of GlobalBlock not involving the Company.

Subsequent events

Acquisition of Patents
In February 2021, the Company acquired 4 blockchain patents and their related patent applications and development work for consideration of an upfront cash payment of $150,000 and an ongoing royalty agreement of 5% of profits relating to any commercial application of these patents.

Stock Options Exercised
In March 2021, the Company issued 200,000 shares pursuant to the exercise of stock options with an exercise price of $0.165.

Private Placement
In April 2021, the Company completed a private placement of 2,000,000 common shares at a price of $1.50 for gross proceeds of $3,000,000. In connection with this financing, the Company paid a 7% cash finders fee and issued 140,000 options with an exercise price of $1.50 and a term of 24 months.

(Expressed In Canadian Dollars Unless Otherwise Noted)

Selected Annual Financial Information

	Year ended December 31, 2020	Year ended December 31, 2019	Year ended December 31, 2018
Net income (loss)	$(625,039)	$(14,183,778)	$(4,641,844)
Net income(loss) per share (basic and diluted)	$(0.01)	$(0.21)	$(0.11)
	As at December 31, 2020	**As at December 31, 2019**	**As at December 31, 2018**
Total assets	$4,415,330	$4,923,017	$19,112,491
Current liabilities	$71,305	$87,583	$612,984
Long-term liabilities	$nil	$nil	$nil

Selected Quarterly Information

Three Months Ended	Revenues ($)	Net Income (Loss) ($)	
December 31, 2020	nil	(192,120)	(0.00)
September 30, 2020	nil	(93,730)	(0.00)
June 30, 2020	nil	(161,183)	(0.00)
March 31, 2020	nil	(178,006)	(0.00)
December 31, 2019	Nil	(841,058)	(0.01)
September 30, 2019	nil	(12,060,733)	(0.19)
June 30, 2019	nil	(862,636)	(0.01)
March 31, 2019	nil	(419,351)	(0.00)

(Expressed In Canadian Dollars Unless Otherwise Noted)

Discussion of Operations

Financial Performance

For the year ended December 31, 2020, Helix incurred a net loss of $625,039 (year ended December 31, 2019: $14,183,778) or loss of $0.01 per share (December 31, 2019: loss of $0.21 per share). The primary reason for the variance was related to the wind down of the Company's blockchain operations during the year ended December 31, 2019, including an impairment charge on its intangible asset of $11,471,774 in fiscal 2019.

The decrease of $1,407,779 to $478,674 for the year ended December 31, 2020 from $1,886,453 for the year ended December 31, 2019 in general & administration expense was mainly due to the following:

- A decrease in salaries and wages of $710,295 due to 2019 laying off the majority of staff and one-time severance charges.
- A decrease in consulting fees of $340,663 due to an overall decrease in operations in 2020, while 2019 required additional consulting in lieu of reduced staff and transition charges.
- A decrease of $201,291 in professional fees as a result of decreased activity in 2020 as the Company disposed or wrote down the majority of its operations in 2019.

For the three months ended December 31, 2020, the Company realized a net loss of $192,120 (three months ended December 31, 2019: $841,058) or loss of $0.00 per share (three months ended December 31, 2019: loss of $0.01 per share), due primarily to the same reasons – the wind down and write off of the Company's operations in 2019, while 2020 operations consisted primarily of conserving cash.

Liquidity and Financial Position

As at December 31, 2020, the Company held unrestricted cash of $4,382,171 and had working capital of $4,244,025. As at December 31, 2020, the Company believes they have the adequate cash on hand to fulfil its planned operations for the next twelve months. The Company's ability to carry out its business plan is dependent upon the ability of the Company to generate sufficient revenues and positive cash flows from its operating activities and/or obtain sufficient additional financing to settle its obligations and fund its planned operations.

Related Party Transactions

The amounts in the table below are amounts recognized as expense related to certain directors and senior officers identified as key management personnel by the Company. The following table is for the years ended December 31, 2019 and 2020.

	2020	2019
Paid to the Company's CEO	143,456	142,891
Consulting fees to the former CEO	-	200,000
Paid to the Company's CFO	7,500	-
Paid to the Company's former CFO	100,000	120,000
Consulting fees to former Executive Chairman	100,000	97,099
Paid to non-executive directors	50,000	56,694
Paid to a Law Firm which has a director as a partner	25,895	-
Share-based compensation	147,730	519,705

Off-Balance-Sheet Arrangements

The Company does not have any off-balance-sheet arrangements that have, or are reasonably likely to have, a current or future effect on its results of operations or financial condition, including, without limitation, such considerations as liquidity, capital expenditures and capital resources that would be considered material to investors.

Financial instruments

As at December 31, 2020, the Company's financial instruments consist of cash, amounts receivable, accounts payable and accrued liabilities. At December 31, 2019 and 2020, the carrying values of these instruments approximate their fair values given their short term nature.

The fair values of financial assets and financial liabilities are characterized using a hierarchy as follows:

Level 1 – quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. - as prices) or indirectly (i.e.: derived from prices); and
Level 3 – inputs for the asset or liability that are not based on observable market data.

The Company has no financial instruments for which fair value is determined based on a level 3 category.

The Company examines the various financial instrument risks to which it is exposed and assesses the impact and likelihood of those risks. These risks may include currency, credit, interest rate and liquidity risks. Where material, these risks are reviewed and monitored by the Board of Directors.

Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash and amounts receivable. The Company aims to protect its cash and cash equivalents from undue risk by holding them with various high credit quality financial institutions.

(ii) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payments obligations. The Company has limited credit risk from its amounts receivable as these amounts are due from the federal and provincial Canadian governments.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As at December 31, 2020, the Company is not exposed to any significant interest rate risk.

(iv) Currency risk

The Company operates primarily in Canada. The Company has exposure to foreign exchange risk. Foreign exchange risk arises from purchase and sales transactions, as well as recognized financial assets and liabilities denominated in foreign currencies. As at December 31, 2020, the Company is not exposed to significant currency risk.

(iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company has sufficient cash to meet its financial obligations as at December 31, 2020.

Share Capital

As of the date of this MD&A, the Company had 53,448,738 issued and outstanding common shares and 1,565,525 share options exercisable as follows:

i) 825,525 options, $0.95 exercise price, expiring June 5, 2023
ii) 300,000 options, $0.23 exercise price, expiring June 13, 2024
iii) 300,000 options, $0.085 exercise price, expiring January 10, 2025
iv) 140,000 agents options, $1.50 exercise price, expiring in April 1, 2023

Disclosure of Internal Controls

Management has established processes to provide them with sufficient knowledge to support representations that they have exercised reasonable diligence to ensure that (i) the consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the consolidated financial statements; and (ii) the consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Company uses the Venture Issuer Basic Certificate, which does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's generally accepted accounting principles (IFRS). The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate.

Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Significant Accounting Judgments and Estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. The determination of estimates requires the exercise of judgment based on various assumptions and other factors, such as historical experience and current and expected economic conditions. Actual results may differ from these estimates.

Share-based compensation

Share-based compensation expense is measured by reference to the fair value of the stock options at the date at which they are granted. Estimating fair value for granted stock options requires determining the most appropriate valuation model which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility, dividend yield, and rate of forfeitures and making assumptions about them.

Deferred tax assets and liabilities

The measurement of the deferred tax provision is subject to uncertainty associated with the timing of future events and changes in legislation, tax rates and interpretations by tax authorities. The estimation of deferred taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company's deferred tax assets and tax provisions could be affected.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position.

Additional Funding Requirements

The success of the Company is dependent, among other things, on obtaining sufficient funding to enable the Company to develop its technology. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay or indefinite postponement of further development. The Company will require new capital to continue to operate and there is no assurance that capital will be available when needed, if at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

Proposed GlobalBlock Transaction

The Company's proposed acquisition of GlobalBlock is subject to a number of conditions precedent, including TSX Venture Exchange approval, and there is no assurance all of the conditions will be satisfied or waived in order for the acquisition to proceed.

If the proposed acquisition of GlobalBlock is not completed, the Company will continue to search for other opportunities; however, it will have incurred significant costs associated with the proposed transaction.

Limited Operating History

The Company does not have a historical track record of operating as a technology company upon which investors may rely. Consequently, investors will have to rely on the expertise of the Company's management. The Company does not have a history of earnings or the provision of return on investment, and there is no assurance that it will produce revenue, operate profitably or provide a return on investment in the future.

Dependence on Key Employees

The Company's business and operations are dependent on retaining the services of a small number of key employees. The success of the Company is, and will continue to be, to a significant extent, dependent on the expertise and experience of these employees. The loss of one or more of these employees could have a materially adverse effect on the Company. The Company does not maintain insurance on any of its key employees.

Potential Dilution

The issue of common shares of the Company upon the exercise of the options and warrants will dilute the ownership interest of the Company's current shareholders. The Company may also issue additional option and warrants or additional common shares from time to time in the future. If it does so, the ownership interest of the Company's then current shareholders could also be diluted.

Current Global Financial Conditions and Trends

Securities of technology companies in public markets have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in Canada and globally, and market perceptions of the attractiveness of particular industries. The price of the securities of companies in the technology sector are also significantly affected by proposed and newly enacted laws and regulations, currency exchange fluctuation and the political environment in the local, provincial and federal jurisdictions in which the Company does business. Continued volatility is expected in the near term.