SIXONINE VENTURES CORP. (formerly Homeland Energy Group Ltd.)
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2017

Date: April 30, 2018

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

This management's discussion and analysis ("MD&A") reports on the operating results and financial condition of Sixonine Ventures Corp. (formerly Homeland Energy Group Ltd.) ("Sixonine" or the "Company") for the year ended December 31, 2017 and is prepared as at April 30, 2018. The MD&A should be read in conjunction with the Company's audited financial statements for the years ended December 31, 2017 and 2016 and the notes thereto which were prepared in accordance with International Financial Reporting Standards ("IFRS") (referred to as the "Financial Statements"). Other information contained in this document has also been prepared by management and is consistent with the data contained in the Financial Statements. All dollar amounts referred to in this MD&A are expressed in Canadian dollars except where indicated otherwise.

The Company's certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a 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 was made, with respect to the period covered by these filings. These financial statements together with the other financial information included in these filings 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 these filings. The Board of Directors' approves the Financial Statements and MD&A and ensures that management has discharged its financial responsibilities. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing.

APPROVAL

The Company's certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a 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 was made, with respect to the period covered by this MD&A, and these Financial Statements together with the other financial information included in this MD&A 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 this MD&A. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing. The Board of Directors has approved the Financial Statements and MD&A, as well as ensured that management has discharged its financial responsibilities as at April 30, 2018.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

This MD&A includes "forward-looking statements", within the meaning of applicable securities legislation, which are based on the opinions and estimates of Management and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect our current judgment regarding the direction of our business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions, or other future performance suggested herein.

Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words suggesting future outcomes or statements regarding an outlook. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. These forward-looking statements include but are not limited to statements concerning:

- The Company's success at completing future financings
- The Company's strategies and objectives
- General business and economic conditions
- The Company's ability to meet its financial obligations as they become due
- The Company's ability to identify, successfully negotiate and/or finance an acquisition of a new business opportunity
- The positive cash flows and financial viability of new business opportunities
- The Company's ability to manage growth with respect to a new business opportunity
- The Company's tax position, anticipated tax refunds and the tax rates applicable to the Company

Readers are cautioned that the preceding list of risks, uncertainties, assumptions and other factors are not exhaustive. Events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by these forward-looking statements. Due to the risks, uncertainties and assumptions inherent in forward-looking statements, prospective investors in securities of the Company should not place undue reliance on these forward-looking statements.

OVERVIEW

Sixonine is a public company and its common shares are listed for trading on the TSX Venture Exchange under the symbol SNX.H. The Company was originally incorporated under the Canada Business Corporations Act on October 12, 2006, and on March 22, 2017 was continued into British Columbia under the British Columbia Business Corporations Act, and changed its name from Homeland Energy Group Ltd. to Sixonine Ventures Corp.

The Company's head office is located at 1600 – 609 Granville Street, Vancouver, BC V7Y 1C3 and its registered and records office is located at 2200 – 885 West Georgia Street, Vancouver, BC V6C 3E8.

The Company's primary operation is the identification, and evaluation of a new business opportunity for the purpose of acquisition or participation. The Company currently has insufficient liquidity to meet its operational requirements for the next fiscal year, and its continued operations are dependent upon its ability to identify, evaluate and successfully negotiate an agreement to acquire an interest in a sustainable/viable business operation. Any acquisition proposed by the Company will be subject to shareholder and regulatory approval. There is no assurance that the Company will identify a business or asset that warrants acquisition or participation, and/or will be able to obtain the financing necessary to support a new business acquisition. These material uncertainties may cast doubt on the Company's ability to continue as a going concern.

OUTLOOK

The Company is actively searching for new investment and acquisition opportunities.

SELECTED ANNUAL INFORMATION[1]

Annual information for the last three years is outlined below:

	For the years ended December 31,		
	2017	**2016**	**2015**
Revenue	$ -	$ -	$ -
Income (loss) from operations	$ (215,537)	$ (84,347)	$ (327,776)
Income (loss) per share - basic and diluted[2]	$ (0.06)	$ (0.02)	$ (0.10)
Net income (loss) and comprehensive income (loss)	$(215,537)	$ (74,562)	$ (272,273)
Total assets	$ 68,563	$ 4,010	$ 30,702
Total liabilities	$ 71,040	$ 190,170	$ 142,300

[1] *Financial information prepared in accordance with International Financial Reporting Standards ("IFRS")*
[2] *Per share information has been retroactively adjusted to reflect the March 22, 2017 75 old common shares for 1 new common share consolidation, and the September 20, 2017 2 old common shares for 1 new common share consolidation*

The $176,903 increase in loss from operations for the year ended December 31, 2017 as compared to 2016 was the result of the capital restructuring that the Company completed during the year. The Company was effectively inactive during 2016 and therefore the loss in 2016 decreased by $243,429 to $84,347 from the previous year's loss of $327,776.

SELECTED QUARTERLY INFORMATION[1]

The following table sets forth certain quarterly financial information of the Company for the eight most recent quarters:

	4th Quarter Ended December 31, 2017	**3rd Quarter Ended September 30, 2017**	**2nd Quarter Ended June 30, 2017**	**1st Quarter Ended March 31, 2017**
Loss and comprehensive loss	$ (102,326)	$ (39,706)	$ (71,814)	$ (1,691)
Loss and comprehensive loss per share [2]	$ (0.03)	$ (0.01)	$ (0.01)	$ (0.00)
	4th Quarter Ended December 31, 2016	**3rd Quarter Ended September 30, 2016**	**2nd Quarter Ended June 30, 2016**	**1st Quarter Ended March 31, 2016**
Income/(loss) and comprehensive income/(loss)	$ (57,848)	$ (14,829)	$ (33,176)	$ 31,402
Income (loss and comprehensive loss) per share [2]	$ (0.01)	$ (0.00)	$ (0.01)	$ 0.01

[1] *Financial information prepared in accordance with International Financial Reporting Standards ("IFRS")*
[2] *Per share information has been retroactively adjusted to reflect the March 22, 2017 75 old common shares for 1 new common share consolidation, and the September 30, 2017 2 old common shares for 1 new common share consolidation*

The operating results for period detailed in the table above largely reflect the on-going costs of maintaining a public company. The increase in loss for the fourth quarter of 2017 as compared to previous quarters related to the cost of the shares that were issued pursuant to the Credit Facility. The decreased loss in the first quarter of 2017, and the income in the first quarter of 2016, relates to gains on the write-off of certain accounts payable.

RESULTS OF OPERATIONS FOR THE THREE MONTHS ENDED DECEMBER 31, 2017

The following is an analysis of the Company's operating results for the three months ended December 31, 2017 and includes a comparison against the three months ended December 31, 2016.

Expenses:

Foreign exchange (gain)/loss for the three months ended December 31, 2017 was $nil compared to $1 for the same period in the previous year.

General and administrative expenses for the three months ended December 31, 2017 were $2,237 compared to $3,845 for the same period in the period year. The increase for the 3 months ended December 31, 2017 as compared to the comparative period related to the cost of the shares issued in consideration of the Credit Facility.

Management fees for the three months ended December 31, 2017 were $24,000 compared to $nil for the same period in the period year. This cost is reflective of an accounting and administrative services agreement entered into by the Company in January 2017.

Professional fees for the three months ended December 31, 2017 were $16,108 compared to $4,561 for the same period in the previous year.

Rent expense for the three months ended December 31, 2017 was $6,000 compared to $845 for the same period in the previous year.

Shared-based payment for financing fees for the year ended December 31, 2017 was $49,920 compared to $nil for the previous year. It is the cost of the shares that were issued pursuant to the Credit Facility.

Transfer agent and filing fees for the three months ended December 31, 2017 were $4,061 compared to $1,815 for the same period in the previous year.

Net loss and comprehensive loss for the period
As a result of the above activities, the Company experienced a loss and comprehensive loss for the three months ended December 31, 2017 of $102,326 compared to $57,848 for the same period in the previous year.

RESULTS OF OPERATIONS FOR THE YEAR ENDED DECEMBER 31, 2017

The following is an analysis of the Company's operating results for the year ended December 31, 2017 and includes a comparison against the year ended December 31, 2016.

Revenue:

Realized gain on FVTPL investment for the year ended December 31, 2017 was $nil compared to $9,785 for the previous year. The Company held an investment in Caracara Silver Inc. ("Caracara") which was classified as fair value through profit and loss ("FVTPL"). On March 13, 2016, the Company sold all the shares of Caracara at $0.01 per share and recognized a gain of $9,785 in the statements of loss and comprehensive loss.

Expenses:

Foreign exchange (gain)/loss for the year ended December 31, 2017 was $29 compared to $1 for the previous year.

General and administrative expenses for the year ended December 31, 2017 were $12,724 compared to $30,097 for the period year. The increase for the year ended December 31, 2017 as compared to the comparative period related to the cost of the shares issued in consideration of the Credit Facility.

Management fees for the year ended December 31, 2017 were $96,000 compared to $nil for the period year. This cost is reflective of an accounting and administrative services agreement entered into by the Company in January 2017.

Professional fees for the year ended December 31, 2017 were $17,760 compared to $36,636 for the previous year.

Rent expense for the year ended December 31, 2017 was $24,000 compared to $10,968 for the previous year.

Shared-based payment for financing fees for the year ended December 31, 2017 was $49,920 compared to $nil for the previous year. It is the cost of the shares that were issued pursuant to the Credit Facility.

Transfer agent and filing fees for the year ended December 31, 2017 were $15,104 compared to $6,645 for the previous year.

Net loss and comprehensive loss for the period
As a result of the above activities, the Company experienced a loss and comprehensive loss for the year ended December 31, 2017 of $215,537 compared to $74,562 for the previous year.

RISKS AND UNCERTAINTIES

Strategic Risk

The Company presently does not own any properties, business or other related assets of merit and its principal business activity is the identification and evaluation of a new investment and acquisition opportunity. The risks that are inherent to this strategy include, but are not limited to, the ability to identify and acquire worthwhile opportunities, the ability to retain staff and management in order to pursue these opportunities, and the ability to raise the capital necessary to fund these projects. There is no guarantee that the Company will be able to complete an acquisition of or investment in a new business opportunity. If an acquisition of or the participation in corporations, properties, assets or businesses is identified, the Company may find that even if the terms of an acquisition or participation are economic, it may not be able to finance such acquisition or participation and additional funds will be required to enable the Company to pursue such an initiative. There is no guarantee that additional financing will be available or that it will be available on terms acceptable to management of the Company. The Company will be competing with other companies, many of which will have far greater resources and experience than the Company. No assurance can be given that the Company will be successful in raising the funds required for an acquisition.

Lack of Dividend Policy

The Company does not presently intend to pay cash dividends in the foreseeable future, as any earnings are expected to be retained for use in developing and expanding its business. However, the actual amount of dividends from the Company will remain subject to the discretion of the Company's Board of Directors and will depend on results of operations, cash requirements and future prospects of the Company and other factors.

Possible Dilution to Present and Prospective Shareholders

The Company's plan of operation, in part, contemplates the accomplishment of business negotiations by the issuance of cash, securities of the Company, or a combination of the two, and possibly, incurring debt. Any transaction involving the issuance of previously authorized but unissued common shares would result in dilution, possibly substantial, to present and prospective holders of common shares.

Dependence of Key Personnel

The Company strongly depends on the business and technical expertise of its management and key personnel. There is little possibility that this dependence will decrease in the near term. As the Company's operations expand, additional general management resources will be required. These personnel will be central to the Company's ability to locate and develop business opportunities.

Lack of Trading

The lack of trading volume of the Company's shares reduces the liquidity of an investment in the Company's shares.

Volatility of Share Price

Market prices for shares of companies on the NEX Board of the TSX Venture Exchange are often volatile. Factors such as announcements of financial results, and other factors could have a significant effect on the price of the Company's shares.

CREDIT FACILITY

On April 7, 2017, the Company entered into a credit facility (the "Credit Facility") with an arm's length lender for up to $250,000. Under the terms of the Credit Facility, the Company was required to pay the lender a commitment fee of $5,000. The Credit Facility bears interest at a rate of 10% per annum and is due on April 7, 2018. The Credit Facility is secured by all the present and after-acquired assets of the Company.

In consideration of the granting of the Credit Facility the Company issued 120,000 common shares to the lender. This share issuance has been recorded at Market price in the amount of $49,920. The Company borrowed $83,925 under the Credit Facility during the year, and the Credit Facility was repaid in full by December 31, 2017.

LIQUIDITY AND CAPITAL RESOURCES

The Company defines capital as consisting of shareholder's equity (comprised of issued share capital, share-based payment reserve and deficit). The Company's objectives when managing capital are to support the identification and acquisition of a new business opportunity and thus the creation of shareholder value as well as to ensure that the Company is able to meet its financial obligations as they become due.

The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital, but rather relies on the expertise of the Company's management to sustain the future development of the business. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. As at December 31, 2017, the Company does not have any long-term debt outstanding and is not subject to any externally imposed capital requirements or debt covenants. There was no change to the Company's approach to capital management during the year ended December 31, 2017.

The Company currently has no assets of merit and no material sources of revenue; consequently, the Company remains dependent upon the financial support of its shareholders. The Company has a history of losses and has a shareholders' deficiency. The future success of the Company is dependent on the identification and successful negotiation/acquisition of a sustainable/viable business operation together with the ability to finance the necessary funding, at agreeable terms, to support a business acquisition. As at December 31, 2017, the Company had an accumulated deficit of $103,737,352 (December 31, 2016 - $103,571,735). These factors raise doubt as to the ability of the Company to continue as a going concern.

The Company's objective in managing liquidity risk is to maintain sufficient liquidity in order to meet operational and investing requirements at any point in time. The Company has no material revenue producing assets; consequently, the Company has historically financed its operations and met its capital requirements primarily through related party debt, third party loans, and the sale of share capital by way of private placements.

For the year ended December 31, 2017, the Company had an opening cash position of $1,112. During the year ended December 31, 2017, operating activities consumed cash of $295,819 compared to $21,988 in the previous year. On November 14, 2017, the Company completed a non-brokered private placement for proceeds of $350,000 through the issuance of 1,944,444 common shares at a price of $0.18 per common share. As a result of these activities, at December 31, 2017, the Company had a cash balance of $54,593 (December 31, 2016: $1,112).

The Company's financial statements have been prepared in accordance with IFRS with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than a process of forced liquidation. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

SHARE CAPITAL

(a) Authorized — Unlimited common shares
Unlimited preferred shares, of which none have been issued

(b) Share consolidation

On March 22, 2017, the Company completed a consolidation of its common shares on a 75 for 1 basis, and on September 20, 2017, the Company completed a further consolidation of its common shares on a 2 for 1 basis.

All share and per share values in these financial statements have been adjusted to reflect these consolidations, unless otherwise noted.

(c) Share issuance and cancellation

On April 7, 2017, the Company issued 120,000 common shares in connection with the Credit Facility.

On May 31, 2017, 933 common shares were returned to treasury pursuant to a shareholders' right of dissent in respect of the Continuation into British Columbia under the British Columbia Business Corporations Act.

On December 4, 2017, the Company completed a non-brokered private placement of 1,944,444 common shares of the Company for the proceeds of $350,000.

As at December 31, 2017 and the date of this MD&A, the Company has 5,211,532 common shares issued and outstanding.

	Number of Shares	Amount
Balance, December 31, 2016	**3,148,021**	**$ 95,478,046**
Share issuance	120,000	49,920
Share cancellation	(933)	(700)
Private placement	1,944,444	350,000
Balance as at December 31, 2017 and the date of this MD&A	**5,211,532**	**$ 95,877,266**

RELATED PARTY TRANSACTIONS

Key management personnel:

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. There were no transactions with key management personnel during the years ended December 31, 2017 and 2016.

Summary of expenses incurred:

Type of Service	Nature of Relationship	For the years ended December 31, 2017	2016
Management fees	To a company that has a director in common with the Company	**$ 96,000**	$ -
Rent	To a company that has a director in common with the Company	**24,000**	-
General & administrative – corporate services	To a company that has an officer formerly in common with the Company	**-**	12,000
Total		**$ 120,000**	$ 12,000

Amounts due to related parties included in account payable and accrued liabilities:

Nature	Relationship	December 31, 2017	December 31, 2016
Accrued management fees and rent payable	A company with a director in common with the Company	**$ 10,500**	$ -
Advances of corporate expenses paid on behalf of the Company	A company with a director in common with the Company	**-**	
General & administrative – corporate services	A former officer of the company	**-**	20,000
Total		**$ 10,500**	$ 20,000

FINANCIAL INSTRUMENTS

(a) Fair Value

As at December 31, 2017, the Company's financial instruments consist of cash, receivables, and accounts payable and accrued liabilities. Receivables are classified as loans and receivables and measured at amortized cost. Accounts payable and accrued liabilities is classified as other liabilities and are measured at amortized cost. The fair values of these financial instruments approximate their carrying values because of their short-term nature and/or the existence of market related interest rates on the instruments. Cash is classified as fair value through profit or loss and measured at fair value. The fair value of cash was obtained using Level 1 hierarchy inputs.

(b) Financial Risk Factors

The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

I. Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2017, the Company had a cash balance of $54,593 to settle current liabilities of $71,040. All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. As at December 31, 2017, the Company has no sources of revenue to fund its operating expenditures or fund any identified business acquisition and as such will likely require additional financing to accomplish the Company's long term strategic objectives. Future funding may be obtained by means of issuing share capital, or debt financing. If the Company is unable to continue to finance itself through these means, it is possible that the Company will be unable to continue as a going concern. Consequently, the Company is currently exposed to a moderate level of liquidity risk.

II. Credit risk

Credit risk is the risk that a customer or counterparty will fail to perform an obligation or fail to pay amounts due, causing a financial loss. The Company's receivables in the amount of $13,970 are due from the government of Canada for input tax credits; as such the Company considers its credit risk to be low.

III. Market Risks

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and equity prices.

i. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in market risk. The Company's sensitivity to interest rates relative to its cash balances is currently immaterial. The Company also has no long-term debt with variable interest rates so it has no negative exposure to changes in the market interest rates.

ii. Foreign currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. The Company holds no financial instruments that are denominated in currency other than Canadian dollars. As at December 31, 2017, the Company is not exposed to currency risk.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with IFRS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

A. Critical accounting estimates

Critical accounting estimates are estimates and assumptions made by management that may result in a material adjustment to the carrying amount of assets and liabilities within the next financial year and are, but are not limited to, the following:

i. <u>Deferred income tax</u>
The determination of deferred income tax assets or liabilities requires subjective assumptions regarding future income tax rates and the likelihood of utilizing tax carry-forwards. Changes in these assumptions could materially affect the recorded amounts, and therefore do not necessarily provide certainty as to their recorded values.

B. Critical accounting judgements

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the statements are, but are not limited to, the following:

i. <u>Determination of functional currency</u>
The functional and reporting currency of the Company is the Canadian dollar. The functional currency determination was conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates. The determination of functional currency involves certain judgments to determine the primary economic environment and the Company reconsiders the functional currency if there are changes in events and conditions of the factors used in the determination of the primary economic environment.

FUTURE ACCOUNTING POLICIES

A number of new IFRS standards, amendments to standards and interpretations are not yet effective for the year ended December 31, 2017 and have not been applied in preparing these financial statements. None of these is expected to have an effect on the Company's financial statements. The Company has not early adopted these revised standards.

Effective for annual periods beginning on or after January 1, 2018

IFRS 9: Financial instruments: Classification and Measurement: applied to classification and measurement of financial assets and liabilities as defined in IAS 39. It is affective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

IFRS 15: Revenue from Contracts with Customers: a new standard to establish principles for reporting the nature, amount, timing, and uncertainty of revenue and cash flows arising from an entity's contracts with customers. It provides a single model in order to depict the transfer of promised goods or services to customers. IFRS 15 supersedes IAS 11, Construction Contracts, IAS 18, Revenue, IFRIC 13, Customer Loyalty Programs, IFRIC 15, Agreement for the Construction of Real Estate, IFRIC 18, Transfers of Assets from Customers, and SIC-31, Revenue – Baster Transactions involving Advertising Services.

Effective for annual periods beginning on or after January 1, 2019

IFRS 16: Leases: a new standard that sets out the principle for recognition, measurement, presentation, and disclosure of leases including guidance for both parties to a contract, the lessee and the lessor. The new standard eliminates the classification of lease as either operating or finance leases as is required by IAS 17 and instead introduces a single lessee accounting model.

OFF-BALANCE SHEET ARRANGEMENTS

The Company currently has no off-balance sheet arrangements.

ADDITIONAL INFORMATION

Additional information relating to the Company is available at www.sedar.com.