



NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (“**Common Shares**”) of Helix BioPharma Corp. (“**Helix**” or the “**Corporation**”) will be held virtually via Zoom on January 30, 2026 at 10:00 a.m. (Eastern Time). The Meeting will be held by virtual format only for the following purposes:

1. to receive the audited consolidated financial statements of Helix for the fiscal year ended July 31, 2025, together with the auditor’s report thereon;
2. to elect the directors for the ensuing year;
3. to appoint Clearhouse LLP as auditors of Helix for the ensuing year and to authorize the directors to fix their remuneration;
4. to consider and, if deemed advisable, to pass, with or without variation, a special resolution authorizing and approving an amendment to the articles of the Corporation to effect a consolidation of the issued and outstanding common shares on the basis of up to five (5) pre-consolidation common shares for one (1) post-consolidation common share, with the final consolidation ratio to be determined by the Board in its sole discretion, all as more particularly described in the Information Circular; and
5. to transact such other business as may properly come before the Meeting or any adjournment(s) or postponement(s) thereof.

Shareholders who are unable to attend the virtual meeting are requested to complete, date and sign the enclosed form of proxy, and to return it in the envelope provided for that purpose.

NOTICE AND ACCESS

You are receiving this notice (the “**Notice**”) as Helix has elected to use the notice and access model (“**Notice and Access**”) for the delivery of meeting materials in connection with its Annual General and Special Meeting of Shareholders to be held on January 30, 2026, as permitted under recent amendments to National Instrument 54-101.

Under the Notice and Access, Shareholders will not receive paper copies of Helix’s Management Information Circular (the “**Circular**”), Audited Annual Consolidated Financial Statements and accompanying Management’s Discussion & Analysis for the year ended July 31, 2025, or any other meeting materials (the “**Meeting Materials**”), unless they request them. This notice provides information on how Shareholders may access the Meeting Materials electronically. Shareholders, however, will continue to receive a form of Proxy or Voting Instruction Form, as applicable, to enable voting at the Meeting. The use of Notice and Access is consistent with environmentally responsible practices and reduces the Corporation’s printing and mailing costs.

PRE-REGISTRATION REQUIRED TO ATTEND THE MEETING

The Corporation will be conducting the Meeting via Zoom live video conference only. Shareholders and duly appointed proxyholders wishing to attend the Meeting must pre-register for the Meeting using the link set forth below. Upon completing pre-registration, you will receive an email with the access details for the Meeting. Pre-registration is required to ensure that only eligible shareholders and proxyholders are permitted to vote, and to ensure the proper counting of those votes. Additional information regarding pre-registration and virtual attendance is provided in the Circular.

Pre-registration link:

<https://us06web.zoom.us/j/83921296361?pwd=bdvVbWZZug7mvahjAvLkbhgvgQ5a9V.1>

Registered Shareholders and duly appointed proxyholders will be able to attend the Meeting, ask questions, and vote in real time, provided they are connected to the internet and comply with all of the requirements set out in the Circular. Non-registered Shareholders (“**Non-Registered Holders**”) who have not duly appointed themselves as proxyholder will be able to attend the Meeting as guests, however, guests will not be able to vote or ask questions at the Meeting.

Any Shareholder who wishes to appoint a person other than the management nominees named in the form of proxy or voting instruction form (“**VIF**”) (including a Non-Registered Holder who wishes to appoint themselves to attend) must carefully follow the instructions provided in the Circular and on their form of proxy or VIF.

Websites Where Meeting Materials Are Posted:

Meeting Materials can be viewed online at www.sedarplus.ca and <https://www.eproxy.ca/HelixBioPharma/2026AGM/>.

How to Obtain Paper Copies of the Meeting Materials

Registered and Non-Registered Holders may request paper copies of the Meeting Materials be sent to them by postal delivery at no cost. Requests may be made up to one year from the date of the Meeting. The Meeting Materials are available on SEDAR+ at www.sedarplus.ca and at <https://www.eproxy.ca/HelixBioPharma/2026AGM/>. To request a paper copy of the Meeting Materials, or if you have questions regarding the Notice and Access, please call 1-888-787-0888 or +1 604-559-8880.

To receive paper copies in advance of the Meeting, requests must be submitted no later than 5:00 pm (Pacific Time) on **January 21, 2026**.

Voting Instructions for Registered Shareholders

Completed proxies from Registered Shareholders must be returned to Endeavor Trust Corporation by one of the following methods:

- (i) mail to Endeavor Trust Corporation at 702 - 777 Hornby Street, Vancouver, BC, V6Z 1S4
- (ii) email to proxy@endeavortrust.com
- (iii) facsimile at +1 604-559-8908
- (iv) internet voting at www.eproxy.ca

Completed proxies must be received prior to 10:00 am (Eastern Time) on **January 28, 2026**, or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays in the City of Toronto, Ontario) before the time of any adjourned or postponed Meeting (the "Proxy Deadline").

Voting Instruction Forms for Non-Registered Shareholders

Non-Registered Shareholders, who have not waived the right to receive the Proxy-Related Materials will either:

- (i) receive a voting instruction form; or
- (ii) be given a proxy, which has already been signed by the intermediary (typically by a facsimile, stamped signature) which is restricted to the number of Shares beneficially owned by the Non-Registered Shareholder, but which is otherwise not completed.

Non-Registered Shareholders should carefully follow the instructions that accompany the voting instruction form or proxy, including directions regarding when and where the voting instruction form, or the proxy is to be delivered. Voting instructions must be submitted by the Proxy Deadline; however, some intermediaries may require an earlier cut-off time to process your votes in advance of the Proxy Deadline. Voting instruction forms may be completed online or by telephone. A Non-Registered Shareholder wishing to attend and vote at the virtual Meeting should follow the corresponding instructions on the voting instruction form or, if voting by proxy, strike out the existing proxyholder's name and insert the Non-Registered Shareholder's name and email address in the space provided.

Other Information

Information relating to the matters to be considered at the Meeting are set forth in the Circular. Only shareholders of record as of December 15, 2025, the record date, are entitled to receive notice of the Meeting and vote at the Meeting or any adjournment or postponement thereof. Shareholders are encouraged to vote their proxy either by online ballot at www.eproxy.ca or by completing, signing and returning the enclosed form of proxy using the envelope provided, to ensure the highest possible representation at the Meeting.

Proxies to be used or acted upon at the Meeting must be received by Endeavor Trust Corporation no later than 10:00 a.m. (Eastern Time) on January 28, 2026, or at least 48 hours (excluding Saturdays, Sundays and statutory holidays) before the Meeting or any adjournment thereof.

DATED at Toronto, Ontario this 15th day of December, 2025.

By Order of the Board of Directors,

"Thomas Mehrling"

Dr. Thomas Mehrling
Chief Executive Officer