Management Discussion and Analysis
For the year ended February 29, 2016
Hello Pal International Inc. (Formerly Neoteck Solutions Inc.)
Report Dated June 10, 2016

INTRODUCTION

This Management Discussion and Analysis of the Financial Position and Results of Operations for Hello Pal International Inc. (the "Company"), prepared as of June 10, 2016 ("MD&A"), should be read in conjunction with the audited financial statements for the year ended February 29, 2016. This MD&A is the responsibility of management and has been reviewed and approved by the Board of Directors of the Company.

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and related IFRS Interpretations Committee ("IFRIC's") as issued by the International Accounting Standards Board ("IASB"). The accounting policies and methods of computation followed in the preparation of these audited annual financial statements are identical to those followed in the preparation of the audited consolidated financial statements for the year ended February 28, 2015 except for the initial adoption of certain policies as noted in these financial statements. Except as otherwise noted all dollar figures in this MD&A are stated in Canadian dollars which is the Company's reporting currency.

CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

The following discussion and analysis may contain forward-looking statements which are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those implied by the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks as set forth in the following discussion.

GENERAL

The Company was incorporated under the Company Act of British Columbia and changed its name to Hello Pal International Inc. on May 9, 2016. Prior to May 13, 2016, the Company was listed for trading on the TSX Venture Exchange ("TSX-V") under the symbol "NEO.H". On May 13, 2016, the Company received approval from the TSX-V to have its shares de-listed and received acceptance from the Canadian Securities Exchange ("CSE") to have its shares listed under the symbol "HP".

On May 9, 2016, the Company consolidated its common shares on the basis of one-post consolidation common share of the Company for every 1.5 pre-consolidation common share of the Company. All share numbers and amounts have been retroactively restated for the periods presented in this MD&A.

RECENT HIGHLIGHTS

On May 13, 2016, the Company completed the acquisition of the Hello Pal software application (the "HPI Platform") with a private Hong Kong based company ("PrivCo"), in consideration for 25,000,000 post-consolidation common shares of the Company.

In conjunction with the acquisition, the Company:

- Closed a private placement by issuing 12,000,000 post-consolidation common shares at a price of $0.15 per share for gross proceeds of $1,800,000.
- Appointed Kean Li Wong as Chief Executive Officer, President and a director of the Company and accepted the resignation of Stephen Pearce as a director of the Company.

CORPORATE

On May 13, 2016, Kean Li Wong was appointed as Chief Executive Officer, President and a director of the Company. Mr. Wong founded and has served as Chief Executive Officer and a director of PrivCo. since 2007. From 1995 to 1999 Mr. Wong was a lawyer a Clifford Chance in London, England where he specialized in Chinese law and technology/telecoms markets. Mr. Wong was a VP of Business Development at China.com (NASDAQ: CHINA) and Hongkong.com (HK:8006) from 1999 to 2001. He was the President of Softbank Investment (HK:0648) from 2001 through to 2007 where he was involved mainly in technology related projects throughout China. From 2008 to present, Mr. Wong is the founder and CEO of Brillkids – a firm specializing in early advanced childhood education.

On May 30, 2016, Sin Just Wong was appointed as a director of the Company. Mr. Wong was Chairman and CEO of E2-Capital and SBI EZ-Capital Group from 2000 to 2008 and was the founder and Chief Investment Officer of SBI E2-Capital Asset Management Limited from 2008 to 2012.

Gunther Roehlig and Robert McMorran will continue to serve as directors of the Company and Natasha Tsai will continue to serve as Chief Financial Officer of the Company.

Stephen Pearce resigned as a director of the Company.

THE TRANSACTIONS

Hello Pal International Inc.

On May 13, 2016, the Company completed an asset purchase agreement (the "Transaction") with PrivCo, whereby the Company agreed to acquire all of the assets that comprise the HPI Platform, in consideration for 25,000,000 post-consolidation common shares of the Company. The Company also issued 2,000,000 post-consolidation common shares in finder's fees. 13,725,000 of these post-consolidation common shares will be subject to escrow requirements whereby 10% of the escrowed shares were released on May 13, 2016 and 15% of the escrowed shares will be released each six month period thereafter.

The HPI Platform is a proprietary and open social exchange language and learning mobile application and network for use in a whole host of applications – including for language learning and socialization. The HPI Platform enables users' the freedom to speak in their own language regardless of the other person's language they are speaking to. The HPI Platform was launched on the Google Play Store in May 2015 and iOS App Store in November 2015. It is anticipated to be launched on the Windows platform in 2016. The Company recorded $6,500 in acquisition costs with respect to the Transaction.

In conjunction with the Transaction, the Company closed a private placement financing of 12,000,000 post-consolidation common shares of the Company at a price of $0.15 per post-consolidation common share for gross proceeds of $1,800,000 (the "Financing"). The proceeds of the Financing will be used to fund the operations of the HPI Platform and for general working capital purposes. In connection with the Financing, the Company paid finder's fees of $56,278 and issued 375,189 finders' warrants. Each finder's warrant entitles the holder to purchase one additional common share at an exercise price of $0.15 on or before May 13, 2018.

Segra Biogenesis Corp.

On October 29, 2015, the Company terminated the non-binding letter of intent ("LOI") previously entered into on October 1, 2015 with Segra Biogenesis Corp. ("Segra") due to the current market conditions. The LOI with Segra was to negotiate and settle a definitive agreement between the Company and Segra, whereby the Company anticipated to acquire all of the issued and outstanding shares of Segra in exchange for common shares of the Company on the proposed terms and conditions of the LOI.

SELECTED ANNUAL INFORMATION

The Company's fiscal period ends on February 29, 2016 and February 28, 2015 and 2014. The following is a summary of certain selected audited financial information for the last three completed fiscal years:

	2016	2015	2014
	$	$	$
Total Revenues	Nil	Nil	Nil
Net Loss	(129,937)	(142,439)	(194,024)
Net Loss Per Share (basic and diluted) (1)	(0.01)	(0.01)	(0.01)
Total Assets	6,547	917	85,137

(1) The basic and diluted loss per share calculations result in the same amount due to the anti-dilutive effect of outstanding stock options and warrants, if any.

RESULTS OF OPERATIONS

The Company recorded a net loss of $129,937 ($0.01 per share) for the year ended February 29, 2016 as compared to a net loss of $142,439 ($0.01 per share) for the year ended February 28, 2015.

Variances of note in administrative expenses are: Rent of $10,300 (2015 – $36,000) decreased during 2016 due to a reduction of corporate business activities. Legal fees of $22,093 (2015 - $7,596) increased during 2016 due to legal services required for the Transactions with Segra and HPI.

QUARTERLY FINANCIAL REVIEW

The following table sets forth selected financial information from the Company's unaudited quarterly financial statements for each of the eight most recently completed quarters. No cash dividends were declared in any of the reported periods.

	THREE MONTHS ENDED			
	Feb 29, 2016 $	Nov 30, 2015 $	Aug 31, 2015 $	May 31, 2015 $
Total assets	6,547	4,290	599	872
Working capital (deficiency)	(202,887)	(159,379)	(128,057)	(101,750)
Net loss	(43,508)	(31,322)	(26,307)	(28,800)
Net loss per share(1)	(0.01)	(0.00)	(0.00)	(0.00)

	THREE MONTHS ENDED			
	Feb 28, 2015 $	**Nov 30, 2014 $**	**Aug 31, 2014 $**	**May 31, 2014 $**
Total assets	917	5,818	12,371	57,813
Working capital (deficiency)	(72,950)	(37,566)	4,693	36,497
Net loss	(35,384)	(42,259)	(31,804)	(32,992)
Net loss per share(1)	(0.00)	(0.01)	(0.00)	(0.00)

(1)The basic and fully diluted calculations result in the same value due to the anti-dilutive effect of outstanding stock options and warrants if any.

The net loss during the quarters ended February 29, 2016 and November 30, 2015 increased due to the legal services required for the Transactions with HPI and Segra. The net losses reflected for the other quarters are comparable. The working capital has decreased in recent quarters as funds were expended on administrative expenses.

FOURTH QUARTER

The Company recorded a net loss of $43,508 ($0.01 per share) for the quarter ended February 29, 2016, which is consistent with the net loss of $35,384 ($0.00 per share) reported for the quarter ended February 28, 2015.

FINANCING ACTIVITIES

The Company received non-interest bearing loans of $33,250 during the year ended February 29, 2016 from Gunther Roehlig, former President and CEO and a shareholder to finance ongoing business activities.

LIQUIDITY

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and to maintain a flexible capital structure that optimizes the costs of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' equity as well as cash. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets.

To maintain or adjust its capital structure, the Company may issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash. The Company is dependent on the capital markets as its primary source of operating working capital and the Company's capital resources are largely determined by its ability to compete for investor support of its projects.

The Company is not subject to any capital requirements imposed by a regulator, other than continued listing requirements of the CSE.

As at February 29, 2016, the Company held cash of $47 and had a working capital deficiency of $202,887. During the year ended February 29, 2016, net cash used in operating activities was $27,182 (2015 – $105,658), net cash provided by financing activities consisted of loans from related parties of $33,250, offset by deferred acquisition costs incurred of $6,500 as part of the investing activities. The Company has to complete additional financings in order to maintain its

current activity levels and to fund ongoing operations. There can be no assurance that financing, whether debt or equity, will always be available to the Company in the future.
Subsequent to February 29, 2016, the Company received gross proceeds of $1,800,000 pursuant to a private placement financing.

CAPITAL EXPENDITURES
The Company incurred deferred acquisition costs of $6,500 during the year ended February 29, 2016 but did not incur any capital expenditures during the year ended February 28, 2015. The Company does not currently have any capital expenditure commitments.

RELATED PARTY TRANSACTIONS
The Company's related parties consist of the Company's directors, officers and companies associated with them, including Malaspina Consultants Inc., a company owned by Robert McMorran, a director and in which Natasha Tsai, CFO, is an associate. The Company incurred charges to directors and officers, or to companies associated with these individuals during the years ended February 29, 2016 and February 28, 2015 as follows:

	2016 $	2015 $
Accounting and corporate secretarial fees (1)	12,915	12,059
Management fees (2)	31,500	31,500
	44,415	43,559

(1) The charges include accounting and corporate secretarial fees paid to Malaspina Consultants Inc.
(2) The charges include management fees paid to Gunther Roehlig, former President and CEO.

Accounts payable and accrued liabilities at February 29, 2016 included $42,921 due to Gunther Roehlig, former President and CEO and $21,057 due to Malaspina Consultants Inc. Related party transactions are conducted in the normal course of business and are measured at the exchange amount, which is the amount of consideration established and agreed to by the parties.

Key management of the Company includes the President, CFO and the Directors. During the years ended February 29, 2016 and February 28, 2015, compensation paid to key management consisted of management fees of $31,500 (2015 – $31,500) paid to Gunther Roehlig, and accounting and corporate secretarial fees of $12,915 (2015 – $12,059) paid to Malaspina Consultants Inc.

During the year ended February 29, 2016, the Company received a total of $33,250 from Gunther Roehlig and a shareholder, which were non-interest bearing loans made to the Company to finance its activities in order to continue its operations. The loans were due on demand, unsecured and had no maturity date. The balance outstanding as at February 29, 2016 was $54,250 (2015 – $21,000). Subsequent to February 29, 2016, the Company received an additional $9,575 of non-interest bearing loans from Gunther Roehlig and the shareholder and then repaid the loans in full.

Other than as reflected above, there were no other transactions with key management, or compensation paid or payable for their services.

FINANCIAL INSTRUMENTS
The Company's financial instruments consist of cash, accounts payable and accrued liabilities and due to related parties. Cash is designated as at fair value through profit or loss ("FVTPL"), which is measured at fair value. Accounts payable and accrued liabilities and due to related parties are designated as other financial liabilities, which are measured at amortized cost.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value, by reference to the reliability of the inputs used to estimate the fair values.

- Level 1 – Applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities. The Company's cash is carried at fair value using Level 1 inputs.
- Level 2 – Applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.
- Level 3 – Applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

As at February 29, 2016, the Company believes that the carrying values of cash, accounts payable and accrued liabilities and due to related parties approximate their fair values because of their nature and relatively short maturity dates or durations.

Credit risk
Credit risk arises from cash held with banks and financial institutions. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The Company's cash is held with a reputable Canadian bank. The credit risk related to cash is considered minimal.

Interest rate risk
Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize such a loss is limited because of the short-term nature of the Company's interest bearing financial instruments.

Liquidity risk
The Company manages liquidity risk by maintaining sufficient cash to enable settlement of transactions as they come due. Management monitors the Company's contractual obligations and other expenses to ensure adequate liquidity is maintained.

Management believes that as at June 10, 2016, it is not exposed to significant credit, interest, or currency risks arising from these financial instruments.

SUBSEQUENT EVENT
On May 13, 2016, the Company granted 6,400,000 stock options to certain directors, officers, and consultants. The stock options have an exercise price of $0.15 per share and a life of 5 years. The stock options vest immediately upon issuance.

Subsequent to February 29, 2016, the Company received an additional $9,575 of non-interest bearing loans from Gunther Roehlig and a shareholder and repaid the outstanding balance of the loans in full.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

The accounting standards that have been issued but not effective are described in the audited financial statements for the year ended February 29, 2016.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

CAPITALIZATION

a) **Authorized**
Unlimited common shares without par value

b) **Issued and outstanding:**
64,373,978 common shares

c) **Escrow shares:**
13,725,000 issued and outstanding common shares are held in escrow. The shares were released as to 10% on May 13, 2016 with 15% to be released every 6 months thereafter.

d) **Outstanding warrants and options:**

Type of security	Number	Exercise Price	Expiry date
Share purchase warrants	375,189	$ 0.15	May 13, 2018
Stock options	6,400,000	$ 0.15	May 13, 2021

FUTURE OUTLOOK

With the completion of the Transaction, the Company will now focus its attention on developing the newly-acquired HPI Platform. Management, under the leadership of the Company's new Chief Executive Officer, Kean Li Wong, intends to expand the Company's presence across the globe, in line with the international nature of the HPI Platform. In particular, Management intends to build a new programming team in China to supplement the programming team in the Ukraine, in order to more quickly roll out new features and functionalities of the HPI Platform. The Company believes that the HPI Platform will be able to capitalize upon several trends, including the continual globalization of today's society and the increasing popularity of social messaging apps.

DISCLOSURE CONTROLS AND PROCEDURES

Disclosure controls and procedures are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized, and reported within the time periods specified by securities regulations and that the information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the financial statements for the year ended February 29, 2016 and this accompanying MD&A (together, the "Annual Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Annual Filings on SEDAR at www.sedar.com.

RISKS AND UNCERTAINTIES

The Company is currently subject to financial and regulatory risks. The financial risk is derived from the uncertainty pertaining to the Company's ability to raise capital to continue operations. Regulatory risks include the possible delays in getting regulatory approval for the transactions that the Board of Directors believe to be in the best interest of the Company, and include increased fees for filings and the introduction of ever more complex reporting requirements, the cost of which the Company must meet in order to maintain its exchange listing.

OTHER INFORMATION

Additional information relating to the Company can be found on SEDAR at www.sedar.com.