

**IN THE MATTER OF THE SECURITIES ACT,
R.S.N.S. 1989, CHAPTER 418, AS AMENDED (“Act”)**

- and -

**IN THE MATTER OF
THE HELICAL CORPORATION INC. (“Respondent”)**

ORDER

(Sections 134, 135, and 135A)

WHEREAS the Nova Scotia Securities Commission (“Commission”) issued a Notice of Hearing dated February 14, 2008, a Notice of Adjournment dated April 15, 2008, and a Notice of Hearing dated March 14, 2011;

AND WHEREAS the Respondent is a reporting issuer in Nova Scotia and elsewhere;

AND WHEREAS the principal regulator of the Respondent is the Commission;

AND WHEREAS the hearing of this matter was held on July 12, 2011;

AND WHEREAS staff of the Commission appeared and presented evidence to the Commission on that date;

AND UPON proper service being effected on the Respondent, who elected not to appear before the Commission in the hearing of this matter;

AND UPON reviewing the Statement of Allegations of Staff of the Commission dated February 14, 2008;

AND UPON hearing the submissions of Stephanie Atkinson, counsel for staff of the Commission;

AND WHEREAS the Commission determined that the Respondent failed to file its Annual Financial Statements, Auditor's Report, Annual Management Discussion & Analysis ("MD&A"), and Certification of Annual Filings by its Chief Executive Officer and Chief Financial Officer for the year ended June 30, 2007, in contravention of section 84(1) of the Act and Parts 4.2 and 5.1 of National Instrument 51-102 and Part 2.2 of Multilateral Instrument 52-109;

AND WHEREAS the Commission determined that the Respondent failed to file its Interim Financial Statements, Interim MD&A, and Certification of Interim Filings by its Chief Executive Officer and Chief Financial Officer for the quarter ended September 30, 2007 in contravention of section 83(1) of the Act and Part 4.4 of National Instrument 51-102 and Part 3.2 of Multilateral Instrument 52-109;

AND WHEREAS the Respondent previously failed to comply with its continuous disclosure obligations as identified in the following:

1. Temporary Order issued by the Commission dated November 23, 2006;
2. Temporary Order issued by the Commission dated September 19, 2007;
3. Order issued by the Commission dated October 5, 2007;
4. Temporary Order issued by the Commission dated January 17, 2008; and
5. Order issued by the Commission dated January 31, 2008;

AND WHEREAS the Commission determined that by repeatedly failing to file its Annual and Interim Financial Statements, MD&As, and Certifications of Interim and Annual Filings by its Chief Executive Officer and Chief Financial Officer in accordance with the Act, the Respondent has not maintained the integrity of continuous disclosure for a public company, has acted in a manner which contravened sections 83(1) and 84(1) of the Act, Part 2.2 of Multilateral Instrument 52-109, Parts 4.2, 4.4, and 5.1 of National Instrument 51-102, and in a manner contrary to a fair and efficient capital market and contrary to the public interest;

AND WHEREAS the Commission is of the opinion that it is in the public interest to make this Order;

IT IS HEREBY ORDERED that:

1. Pursuant to section 134(1)(a) of the Act, the Respondent shall comply with or cease contravening Nova Scotia securities laws;
2. Pursuant to section 134(b)(i) of the Act, all persons or companies shall permanently cease trading in the securities of the Respondent, directly or indirectly;
3. Pursuant to section 134(1)(c) of the Act, all exemptions contained in Nova Scotia securities laws do not apply to the Respondent, permanently;
4. Pursuant to section 135 of the Act, the Respondent shall forthwith pay an administrative penalty of sixty thousand dollars (\$60,000.00); and

5. Pursuant to section 135A of the Act, the Respondent shall forthwith pay costs in connection with the investigation and conduct of this proceeding before the Commission of two thousand four hundred dollars (\$2,400.00).

DATED at Halifax, Nova Scotia, this 19th day of July, 2011.

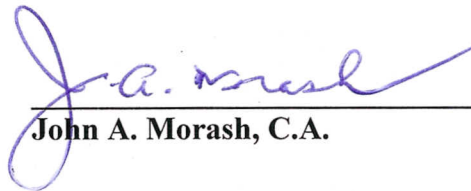
NOVA SCOTIA SECURITIES COMMISSION



Sarah P. Bradley, Vice Chair



Paul E. Radford, Q.C.



John A. Morash, C.A.