

Greenlite Ventures, Inc.

A Nevada Corporation

1407 Foothill Blvd, Suite 305
La Verne CA 91750

Phone Number: (310) 721-4834
<https://greenliteventures.com>
Email: ir@greenliteventures.com

Outstanding Shares

The number of shares outstanding of our Common Stock was:

158,035,671 as of September 30, 2024

76,905,761 as of March 31, 2024

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐ No: ☒

ITEM 1 NAME AND ADDRESS(ES) OF THE ISSUER AND ITS PREDECESSORS (if any):

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Current Name of the Issuer: Greenlite Ventures, Inc.

Name Changes: None.

Current State and Date of Incorporation or Registration: Nevada – December 21, 2000

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

Not applicable.

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On February 12, 2024, the “Company” completed the spinout of its Game Time Watches & Bands division as part of its restructuring plan to focus on other business opportunities in the Wellness category. Adam Pennington, the Company’s Chief Executive Officer, resigned his position effective February 12, 2024, to continue to run the Game Time Watches & Bands business as a separate company.

As a result, Artinian became a discontinued operation.

Under the terms of the Artinian spinout, the Company received \$50,000 in inventory and a 4% royalty on Game Time gross margin from revenues for a period of five years. For the three-month period ended September 30, 2024, the Company recorded royalty revenue of \$9,457.

On July 19, 2024, the Company completed an asset purchase agreement with No Limit Technology Holdings Inc. (No Limit), a company involved in the sports betting and cryptocurrency markets. As a result of the acquisition, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, No Limit has acquired majority shareholder control of Greenlite, and No Limit founder and CEO Rafael Grosvirt was appointed as Greenlite's new CEO. With this acquisition, the Company seeks to create a decentralized sports betting ecosystem. Utilizing blockchain technology, cryptocurrency, artificial intelligence, and peer-to-peer algorithms, the Company plans to launch a sports betting exchange powered by its own cryptocurrency, the No Limit Coin. The platform is intended to offer financial benefits to users, including a greatly reduced house take and non-custodial wallets that allow users to always be in control of their funds.

On October 9, 2024, the Company entered into an asset purchase agreement with Grin Gaming, a Company with a sophisticated AI powered in game platform including cutting-edge in-game platforms and player prop pricing engines. As consideration for the acquisition, the Company issued 5,350,000 common shares to Grin Gaming and 770,000 shares to a consultant.

The address of the issuer's principal executive office:
1407 Foothill Blvd, Suite 305

La Verne CA 91750

The address of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

ITEM 2 SECURITY INFORMATION

Transfer Agent

Name: Pacific Stock Transfer Co.

Phone: 800-785-7782

Email: mtorres@pacificstocktransfer.com

Address: 6725 Via Austi Parkway, Suite 300, Las Vegas, NV 89119

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol: **GRNL**

Exact title and class of securities outstanding – **Common Stock**

CUSIP: **39536810**

Par or stated value: **\$0.00001**

Total shares authorized: **500,000,000 shares** as of **September 30, 2024**

Total shares outstanding: **158,035,671 shares** as of **September 30, 2024**

Total number of shareholders of record: **260** as of date: **September 30, 2024**

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Not Applicable.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the securities: **Series A Preferred Stock**

Par or stated value: **\$0.00001**

Total shares authorized: **5,000,000** as of date: **September 30, 2024**

Total shares outstanding: **65,000** as of date: **September 30, 2024**

Total number of shareholders of record: **One (1)** as of date: **September 30, 2024**

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Not applicable.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

For common equity, describe any dividend, voting and preemption rights.

The following summary description of the common stock of Greenlite Ventures, Inc., ("we", "our" or "us") is based on the provisions of our articles of incorporation as amended ("Articles of Incorporation"), as well as our bylaws ("Bylaws"), and the applicable provisions of Nevada Revised Statutes NRS ("Nevada Law"). This information is qualified entirely by reference to the applicable provisions of our Articles of Incorporation, Bylaws and Nevada Law. Our Articles of Incorporation and Bylaws have previously been filed as exhibits with the Securities and Exchange Commission or posted on OTC Markets.

Voting Rights

The Issuer's common stock carries 1 (one) vote for each share of common stock held.

Dividend Rights

Subject to the terms of any then outstanding series of preferred stock, the holders of our common stock are entitled to dividends in the amounts and at times as may be declared by our board of directors out of funds legally available therefor.

Liquidation Rights

Upon liquidation or dissolution, holders of our common stock are entitled to share ratably in all net assets available, if any, for distribution to shareholders after we have paid, or provided for payment of, all of our debts and liabilities, and after payment of any liquidation preferences to holders of any then outstanding shares of preferred stock.

Other Matters

Holders of our common stock have no redemption, conversion or preemptive rights. There are no sinking fund provisions applicable to our common stock. The rights, preferences and privileges of the holders of our common stock are subject to the rights of the holders of shares of any series of outstanding preferred stock and preferred stock that we may issue in the future.

All of our outstanding shares of common stock are fully paid and nonassessable.

For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

The following is a summary description of the preferred stock of Greenlite Ventures, Inc.

Series A Preferred Stock

On September 16, 2019, the Company filed a Certificate of Designation designating 5,000,000 shares of preferred stock as Series A Preferred Stock with a par value of \$0.00001. The Series A Preferred Stock is

entitled to 1,000 votes per share and convertible into 1,000 shares of common stock. It does contain voting rights, has no rights to dividends, and has no liquidation rights, redemption, or sinking fund provisions. There is currently no market for the shares of Series A Preferred Stock.

Describe any other material rights of common or preferred stockholders.

None.

Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None.

ITEM 3 ISSUANCE HISTORY

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public and all shares or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstandi ng Opening Balance: Date <u>March 31,</u> <u>2022</u>	Common: 7,211,671 Series A Preferred Stock:85,000	*Right-click the rows below and select "Insert" to add rows as needed.
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Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/ No)	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
2/17/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	Gioli Holdings, LLC- Gerard Maccioli has voting control	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	1,000,000	Common Stock	\$0.05	Yes	Richard Estalella	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	Gioli Holdings, LLC- Gerard Maccioli has voting control	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	600,000	Common Stock	\$0.05	Yes	Tony Henum	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Dan Zuckerman	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	50,000	Common Stock	\$0.05	Yes	Karen Blacker	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	John Jerymn	Cash in a private placement	Restricted	Section 4(a)(2)
2/17/2023	New Issuance	84,000	Common Stock	\$0.05	Yes	Ben Ramon	Cash in a private placement	Restricted	Section 4(a)(2)

2/17/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	Yaakov Majorovits	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Terry Chemtov	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	40,000	Common Stock	\$0.05	Yes	Patrick Jermyn	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	50,000	Common Stock	\$0.05	Yes	John Jerymn	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	20,000	Common Stock	\$0.05	Yes	Michael Jerymn	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	500,000	Common Stock	\$0.05	Yes	Roy Macaluso	Cash in a private placement	Restricted	Section 4(a)(2)
2/28/2023	New Issuance	1,000,000	Common Stock	\$0.05	Yes	Gerge Gavaris	Cash in a private placement	Restricted	Section 4(a)(2)
3/7/2023	New Issuance	80,000	Common Stock	\$0.05	Yes	Shalom Polen	Cash in a private placement	Restricted	Section 4(a)(2)
3/7/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	Shilo Hasson	Cash in a private placement	Restricted	Section 4(a)(2)
3/7/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Kamron Khoshkerman	Cash in a private placement	Restricted	Section 4(a)(2)
3/7/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Betty De La Cruz	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	100,000	Common Stock	\$0.05	Yes	Betty De La Cruz	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	200,000	Common Stock	\$0.05	Yes	Ingrid Munoz	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	100,000	Common Stock	\$0.05	Yes	Nicholas Monticello	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	300,000	Common Stock	\$0.05	Yes	Tony Henum	Cash in a private placement	Restricted	Section 4(a)(2)

3/24/23	New Issuance	200,000	Common Stock	\$0.05	Yes	Greenco Resources – Alexander Epstein has voting control	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	200,000	Common Stock	\$0.05	Yes	Debra Demarco	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	50,000	Common Stock	\$0.05	Yes	Adam Gray	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	100,000	Common Stock	\$0.05	Yes	Jerry Gugliemo	Cash in a private placement	Restricted	Section 4(a)(2)
3/24/23	New Issuance	100,000	Common Stock	\$0.54	No	Judith Balsan	Acquisition Shares	Restricted	Section 4(a)(2)
3/24/23	New Issuance	150,000	Common Stock	\$0.54	No	Julian Pennington	Employee Services	Restricted	Section 4(a)(2)
3/24/23	New Issuance	400,000	Common Stock	\$0.54	No	Julian Peter Loo	Acquisition Shares	Restricted	Section 4(a)(2)
3/24/23	New Issuance	400,000	Common Stock	\$0.54	No	Jonathan Rosenberg	Acquisition Shares	Restricted	Section 4(a)(2)
3/24/23	New Issuance	50,000	Common Stock	\$0.54	No	James Dellaria	Acquisition Shares	Restricted	Section 4(a)(2)
3/24/23	New Issuance	50,000	Common Stock	\$0.54	No	KPP Diversified Holdings, LLC Kevin Hines has voting control	Acquisition Shares	Restricted	Section 4(a)(2)
3/27/23	New Issuance	100,000	Common Stock	\$0.54	No	Jeremy Jon Bartfield	Acquisition Shares	Restricted	Section 4(a)(2)
3/27/23	New Issuance	50,000	Common Stock	\$0.54	No	Sarashi Moore	Employee services	Restricted	Section 4(a)(2)
3/27/23	New Issuance	50,000	Common Stock	\$0.54	No	Kelly Cassidy	Employee services	Restricted	Section 4(a)(2)

3/27/23	New Issuance	50,000	Common Stock	\$0.54	No	Sarashi Moore	Employee services	Restricted	Section 4(a)(2)
3/27/23	New Issuance	50,000	Common Stock	\$0.54	No	Juliet Jean Pennington	Acquisition Shares	Restricted	Section 4(a)(2)
3/27/23	New Issuance	50,000	Common Stock	\$0.54	No	Carolyn Pennington	Acquisition Shares	Restricted	Section 4(a)(2)
3/27/23	New Issuance	9,700,000	Common Stock	\$0.54	No	Sunday Morning Hoops - Adam Pennington has voting control	Acquisition Shares	Restricted	Section 4(a)(2)
3/27/23	New Issuance	1,000,000	Common Stock	\$0.54	No	Richard Estalella	Consulting Services	Restricted	Section 4(a)(2)
3/27/23	New Issuance	2,000,000	Common Stock	\$0.54	No	Matthew Cohen	Consulting Services	Restricted	Section 4(a)(2)
3/27/23	New Issuance	2,000,000	Common Stock	\$0.54	No	Ed Schauder	Consulting Services	Restricted	Section 4(a)(2)
3/27/23	New Issuance	2,000,000	Common Stock	\$0.54	No	John Hanna	Consulting Services	Restricted	Section 4(a)(2)
3/31/23	New Issuance	50,000	Common Stock	\$0.05	Yes	John Jermyn	Cash in a private placement	Restricted	Section 4(a)(2)
3/31/23	New Issuance	100,000	Common Stock	\$0.05	Yes	Giolo Holdings, LLC - Gerard Maccioli has voting control	Cash in a private placement	Restricted	Section 4(a)(2)
3/31/23	New Issuance	20,000	Common Stock	\$0.05	Yes	Adam Gray	Cash in a private placement	Restricted	Section 4(a)(2)
3/31/23	New Issuance	200,000	Common Stock	\$0.05	Yes	Jonathan Rosenberg	Cash in a private placement	Restricted	Section 4(a)(2)
3/31/23	New Issuance	1,000,000	Common Stock	\$0.54	No	MS Capital LLC - Doug and	Acquisition shares	Restricted	Section 4(a)(2)

						Jeanie Jackson have voting control			
3/31/23	New Issuance	1,000,000	Common Stock	\$0.54	No	Richard Estalella	Consulting Services	Restricted	Section 4(a)(2)
3/31/23	New Issuance	50,000	Common Stock	\$0.54	No	Trisha Dalton	Consulting Services	Restricted	Section 4(a)(2)
3/31/23	New Issuance	1,500,000	Common Stock	\$0.6799	No	Blue Fin Partners, LLC Michael Dawley has voting control	Debt reduction	Restricted	Section 4(a)(2)
3/31/23	New Issuance	5,000,000	Common Stock	\$0.54	No	Richard Cento	Consulting Services	Restricted	Section 4(a)(2)
3/31/23	New Issuance	1,000,000	Common Stock	\$0.54	No	Giolo Holdings, LLC- Gerard Maccioli has voting control	Consulting Services	Restricted	Section 4(a)(2)
4/18/2023	New Issuance	150,000	Common Stock	\$0.05	Yes	John Jermyn	Cash in a private placement	Restricted	Section 4(a)(2)
5/22/2023	New Issuance	600,000	Common Stock	\$0.635	No	Altitude International Holdings Inc.- Greg Breunich has voting control	Acquisition shares	Restricted	Section 4(a)(2)
7/14/2023	New Issuance	50,000	Common Stock	\$0.01	Yes	Michael C Lohan	Consulting services	Restricted	Section 4(a)(2)

7/14/2023	New Issuance	50,000	Common Stock	\$0.01	Yes	Eric Zwernerman	Consulting services	Restricted	Section 4(a)(2)
7/14/2023	New Issuance	150,000	Common Stock	\$0.01	Yes	Matthew Bacon	Consulting services	Restricted	Section 4(a)(2)
7/27/2023	New Issuance	6,750,000	Common Stock	\$0.01	Yes	Landon & Logan Lohan Family Trust, Michael Lohan has voting control	Consulting services	Restricted	Section 4(a)(2)
7/27/2023	New Issuance	750,000	Common Stock	\$0.01	Yes	Craig S Hetherton	Consulting services	Restricted	Section 4(a)(2)
7/28/2023	New Issuance	50,000	Common Stock	\$0.05	Yes	Adam Gray	Cash in a private placement	Restricted	Section 4(a)(2)
7/28/2023	New Issuance	300,000	Common Stock	\$0.05	Yes	James Vennitti	Cash in a private placement	Restricted	Section 4(a)(2)
7/28/2023	New Issuance	400,000	Common Stock	\$0.05	Yes	Ingrid Munoz	Cash in a private placement	Restricted	Section 4(a)(2)

7/28/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	82 Financial Services LLC, Sergio Smith has voting control	Cash in a private placement	Restricted	Section 4(a)(2)
8/02/2023	New Issuance	3,300,000	Common Stock	\$0.01	Yes	Gacers LLC, Mikel Anderson has voting control	Consulting services	Restricted	Section 4(a)(2)
8/02/2023	New Issuance	100,000	Common Stock	\$0.01	Yes	Mikel E. Anderson control	Consulting services	Restricted	Section 4(a)(2)
8/02/2023	New Issuance	100,000	Common Stock	\$0.01	Yes	Viktoriya Anderson	Consulting services	Restricted	Section 4(a)(2)
8/02/2023	New Issuance	250,000	Common Stock	\$0.01	Yes	Jaron Hines	Consulting services	Restricted	Section 4(a)(2)

8/9/2023	New Issuance	350,000	Common Stock	\$0.01	Yes	Jaron Hines	Consulting services	Restricted	Section 4(a)(2)
8/24/2023	New Issuance	1,000,000	Common Stock	\$0.01	Yes	16929 Wellness Consultants, Kenneth Lee has voting control	Consulting services	Restricted	Section 4(a)(2)
8/24/2023	New Issuance	1,000,000	Common Stock	\$0.01	Yes	Kenneth Lee	Cash in a private placement	Restricted	Section 4(a)(2)
8/24/2023	New Issuance	600,000	Common Stock	\$0.01	Yes	Kenneth Lee	Consulting services	Restricted	Section 4(a)(2)
8/24/2023	New Issuance	50,000	Common Stock	\$0.05	Yes	Robert Loew	Cash in a private placement	Restricted	Section 4(a)(2)
8/24/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Phillip Garvey	Cash in a private placement	Restricted	Section 4(a)(2)

8/28/2023	Conversion of 10,000 shares of preferred stock to common stock	10,000,000	Common Stock	\$0.01	Yes	Russell Elbaum	Share conversion	Restricted	Section 4(a)(2)
8/28/2023	New Issuance	640,000	Common Stock	\$0.01	Yes	Richard Estalella	Consulting services	Restricted	Section 4(a)(2)
8/28/2023	New Issuance	1,360,000	Common Stock	\$0.01	Yes	Richard Estalella	Consulting services	Restricted	Section 4(a)(2)
11/27/2023	New Issuance	200,000	Common Stock	\$0.05	Yes	Ronald Ruffino	Cash in a private placement	Restricted	Section 4(a)(2)
12/12/2023	New Issuance	100,000	Common Stock	\$0.05	Yes	Bruce Beaulieu	Cash in a private placement	Restricted	Section 4(a)(2)
1/09/2024	New Issuance	1,750,000	Common Stock	\$0.05	Yes	FMW MEDIA WORKS LLC-/Vin Caruso has voting control	Services	Restricted	Section 4(a)(2)
1/09/2024	New Issuance	750,000	Common Stock	\$0.05	Yes	AJO CAPITAL-Dror Tepper has voting control	Services	Restricted	Section 4(a)(2)
1/09/2024	New Issuance	300,000	Common Stock	\$0.05	Yes	NIPOC INC -Joseph Copin has voting control	Services	Restricted	Section 4(a)(2)
1/09/2024	New Issuance	200,000	Common Stock	\$0.05	Yes	MATHIAS KIWANUKA	Services	Restricted	Section 4(a)(2)
1/22/2024	New Issuance	2,000,000	Common Stock	\$0.05	Yes	JOSEPH CIOLLI	Services	Restricted	Section 4(a)(2)
3/22/2024	New Issuance	1,000,000	Common Stock	\$0.05	Yes	DOUGLAS GEORGE BAYERLEIN	Services	Restricted	Section 4(a)(2)

3/22/2024	New Issuance	1,000,000	Common Stock	\$0.05	Yes	DAVID PETER VINCENT	Services	Restricted	Section 4(a)(2)
4/15/2024	New Issuance	100,000**	Common stock	\$.10	No	Kevin Lund	Cash received in a private placement	Restricted	Section 4(a)(2)
4/15/2024	New Issuance	100,000	Common Stock	\$.10	Yes	Sam Garby	Cash received in a private	Restricted	Section 4(a)(2)
8/8/2024	New Issuance	1,000,000	Common stock	\$.10	Yes	Jeff De Forrest	Services	Restricted	Section 4(a)(2)
8/21/2024	New Issuance	30,000	Common Stock	\$1.00	Yes	Michael Rieber	Cash received in a private	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	2,489,575	Common stock	\$0.01	Yes	Oscar Peralta	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	516,904	Common stock	\$0.01	Yes	Haig Kelegian Jr.	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	516,904	Common stock	\$0.01	Yes	Michelle J. Shrikian	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	516,904	Common stock	\$0.01	Yes	Mark A. Kelegian	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	516,904	Common stock	\$0.01	Yes	Andrew Kelegian	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	295,374	Common stock	\$0.01	Yes	Anthony Yencken	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	295,374	Common stock	\$0.01	Yes	Dharmeh Bharodiya	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	295,374	Common stock	\$0.01	Yes	Prana v Zadafiya	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	590,747	Common stock	\$0.01	Yes	Normand Bolduc	Acquisition consideration	Restricted	Section 4(a)(2)

9/27/2024	New Issuance	590,747	Common stock	\$0.01	Yes	Sean Albert Mann	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	2,362,986	Common stock	\$0.01	Yes	Daniel Hensley	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	1,223,690	Common stock	\$0.01	Yes	Aymen Cameron Shepherd	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	280,747	Common stock	\$0.01	Yes	Anthony Sam Asaro	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	67,514	Common stock	\$0.01	Yes	Nicholas Vasquez	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	281,307	Common stock	\$0.01	Yes	Oleg Tsvik	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	28,188	Common stock	\$0.01	Yes	Bruce Sandys	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	82,864	Common stock	\$0.01	Yes	Travis Pilgrim	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	84,393	Common stock	\$0.01	Yes	Marcin Antol	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	53,522	Common stock	\$0.01	Yes	Jaspreet Singh	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	310,060	Common stock	\$0.01	Yes	Allen Green	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	275,246	Common stock	\$0.01	Yes	Lorne White	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	58,572	Common stock	\$0.01	Yes	Shai Brodetzki	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	102,981	Common stock	\$0.01	Yes	Daniel Moreno	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	949,966	Common stock	\$0.01	Yes	Tom Magnusson	Acquisition consideration	Restricted	Section 4(a)(2)

9/27/2024	New Issuance	123,728	Common stock	\$0.01	Yes	Reimo Indus	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	56,375	Common stock	\$0.01	Yes	William Sheeley	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	54,574	Common stock	\$0.01	Yes	Ben Zion Solomon	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	59,075	Common stock	\$0.01	Yes	Eric James	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	66,897	Common stock	\$0.01	Yes	Ojars Kalnins	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	281,309	Common stock	\$0.01	Yes	Shyam Menon	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	40,509	Common stock	\$0.01	Yes	Jefferson Auguste	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	281,307	Common stock	\$0.01	Yes	Daniel Montgomery	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	144,024	Common stock	\$0.01	Yes	Petteri Tulkki	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	28,188	Common stock	\$0.01	Yes	Ayesha Farier	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	272,535	Common stock	\$0.01	Yes	Nick Ryan Zasadzinski	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	50,636	Common stock	\$0.01	Yes	William Hung	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	66,897	Common stock	\$0.01	Yes	Ojars Kalnins	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	58,190	Common stock	\$0.01	Yes	Chad McNaughton	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	185,664	Common stock	\$0.01	Yes	Clifford Abura	Acquisition consideration	Restricted	Section 4(a)(2)

9/27/2024	New Issuance	29,258	Common stock	\$0.01	Yes	John Taylor	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	172,927	Common stock	\$0.01	Yes	James Belski	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	66,000	Common stock	\$0.01	Yes	Michael David	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	192,690	Common stock	\$0.01	Yes	John Atkins	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	226,015	Common stock	\$0.01	Yes	Clifford Abura	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	141,327	Common stock	\$0.01	Yes	Felix Bergmann	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	253,178	Common stock	\$0.01	Yes	Kyle Lavell	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	573,482	Common stock	\$0.01	Yes	Dante Rouser	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	64,049	Common stock	\$0.01	Yes	Tom Rose	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	168,836	Common stock	\$0.01	Yes	Dmitriy Tsvik	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	28,188	Common stock	\$0.01	Yes	Kimberly Barajas	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	28,188	Common stock	\$0.01	Yes	Neal Lieberman	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	42,197	Common stock	\$0.01	Yes	Ricky Smith	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	31,226	Common stock	\$0.01	Yes	Dimitry Frederique	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	28,188	Common stock	\$0.01	Yes	Richard Rawlings	Acquisition consideration	Restricted	Section 4(a)(2)

9/27/2024	New Issuance	3,499,424	Common stock	\$0.01	Yes	Johnny Chan	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	42,197	Common stock	\$0.01	Yes	Wieger Van Der Ven	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	303,813	Common stock	\$0.01	Yes	Karim Zaman	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	1,476,867	Common stock	\$0.01	Yes	Stuart Tolander	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	590,747	Common stock	\$0.01	Yes	Antonio Garcia	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	8,523,628	Common stock	\$0.01	Yes	The Mija Trust - Mary Pierce has voting control	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	1,265,886	Common stock	\$0.01	Yes	Bill Baumner	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	274,276	Common stock	\$0.01	Yes	Steve Simon	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	84,393	Common stock	\$0.01	Yes	Susan Legge	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	253,178	Common stock	\$0.01	Yes	Chris Virtue	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	241,363	Common stock	\$0.01	Yes	Accel Media International -Vince Caruso has voting control	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	451,297	Common stock	\$0.01	Yes	Lyle Berman Revocable Trust -Lyle Berman has voting control	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	101,271	Common stock	\$0.01	Yes	Enrique Mancilla	Acquisition consideration	Restricted	Section 4(a)(2)

9/27/2024	New Issuance	23,000,000	Common stock	\$0.01	Yes	Investor Network, LLC - Russell Elbaum has voting control	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	33,757	Common stock	\$0.01	Yes	Tampa Management, LLC - John Thomas has voting control	Acquisition consideration	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	8,440	Common stock	\$0.01	Yes	Edwin Ruh Jr.	Acquisition consideration	Restricted	Section 4(a)(2)
10/9/24	New Issuance	6,120,000 ***	Common Stock	\$0.01	Yes	Grin Gaming	Acquisition consideration	Restricted	Section 4(a)(2)
Shares Outstanding on Date of This Report: Date: November 14, 2024	Ending Balance Common: 164,155,671 Series A Preferred Stock: 65,000								

** These shares are considered in transit and have not yet been issued by the Company

*** These shares represent consideration for the acquisition of Grin Gaming issued by the Company in the amounts of 5,350,000 common shares to Grin Gaming and 770,000 shares to a consultant.

Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)

ITEM 4 ISSUER'S BUSINESS, PRODUCTS AND SERVICES

The purpose of this section is to provide a clear description of the issuer's current operations.

Summarize the issuer's business operations.

GRNL has an ongoing business relationship with Artinian LLC through the payment of an ongoing 4% royalty by Artinian to Greenlite on all GameTime Watch and Band sales. Greenlite also has \$25,000 worth of GameTime Watches in inventory.

In May 2023, Greenlite purchased 3 subsidiaries of Altitude International Holdings, Inc; Trident Water LLC, dba Altitude Water, Altitude Wellness LLC, and Altitude International, Inc.

Altitude International, Inc. owned the exclusive rights to sell Sporting Edge, UK simulated altitude chambers and extreme environmental chambers in North America. Upon the completion of the Altitude acquisition, Greenlite entered into a Consulting Agreement with Sporting Edge CEO and Founder Dave Vincent who then put together an exclusive Licensing Agreement between Woodway USA and Greenlite which transferred the exclusive rights to manufacture and distribute Sporting Edge products throughout North America to Woodway USA in exchange for a 15% royalty on top line revenues being paid by Woodway to Greenlite. Woodway recently made the sale of its first altitude chamber on behalf of Greenlite which will be utilized at the Impact Zone in New Jersey.

Immediately after acquiring Altitude Wellness LLC, Greenlite spun the company off to 16929 Wellness Consultants, Inc. in exchange for an ongoing 10% royalty on 16929's revenues. 16929 owns a multi-faceted Wellness Center in Sugar Land Texas that is serving as the flagship unit for 16929's franchising operations.

Trident Water LLC was immediately spun off by Greenlite to Blue Sky Strategy LLC upon purchase for a multi-tiered royalty stream based on the size and quantities of their Atmospheric Water Generators that are sold.

Last year, Greenlite signed a Consulting Agreement with sports talk radio personality Jeff DeForrest followed by a second agreement to begin building a sports betting podcast network for Greenlite. In May 2024, Greenlite launched its podcast operations with the airing of DeForrest's Morning Briefing show on NoFilter.net sponsored by BetOnline.com. Greenlite is further expanding its podcast presence with signed agreements for new shows with noted sports handicappers Brandon Lang and Troy West.

On July 19, 2024, the Company completed an asset purchase agreement with No Limit Technology Holdings Inc. (No Limit), a company involved in the sports betting and cryptocurrency markets. As a result of the acquisition, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, No Limit has acquired majority shareholder control of Greenlite, and No Limit founder and CEO Rafael Grosvirt was appointed as Greenlite's new CEO. With this acquisition, the Company seeks to create a decentralized sports betting ecosystem. Utilizing blockchain technology, cryptocurrency, artificial intelligence, and peer-to-peer algorithms, the Company

plans to launch a sports betting exchange powered by its own cryptocurrency, the No Limit Coin. The platform is intended to offer financial benefits to users, including a greatly reduced house take and non-custodial wallets that allow users to always be in control of their funds.

On October 9, 2024, the Company entered into an asset purchase agreement with Grin Gaming, a Company with a sophisticated AI powered in game platform including cutting-edge in-game platforms and player prop pricing engines. As consideration for the acquisition, the Company issued 5,350,000 common shares to Grin Gaming and 770,000 shares to a consultant.

B. List any subsidiaries, parent company, or affiliated companies.

Affiliated companies: None

C. Describe the issuers' principal products or services:

No Limit sports betting and related services
Altitude training chambers
Altitude wellness centers
Trident atmospheric water generators
Sports podcasts

ITEM 5 ISSUER'S FACILITIES

Our corporate office address is 1407 Foothill Blvd, Suite 305 La Verne CA 91750. The location of Greenlite inventory of GameTime watches is 2 Central Ave. Tarrytown NY 10591

ITEM 6 ALL OFFICERS, DIRECTORS AND CONTROL PERSONS OF THE COMPANY

Using the table below, please provide information, as of the period end date of this report, regarding all officers, and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity.

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Name of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title/Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding (1)	Names of control person(s) if a corporate entity
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Rafael Groswirt	Chief Executive Officer, Chairman	La Verne California	23,162,570	Common shares	14.66%	- -
Rafael Groswirt	Chief Executive Officer, Chairman	La Verne California	65,000	Preferred shares	100%	
Mija Trust -Mary Pierce has voting control	5% shareholder	Las Vegas Nevada	8,253,628	Common shares	5.39%	
Sunday morning Hoops	5% shareholder	Loxahatchee Florida	8,700,000	Common shares	5.51%	Adam Pennington has voting control
Russell Elbaum	5% shareholder	Boca Raton Florida	33,000,000	Common shares*	20.88%	- -

*23,000,000 of these shares are held by Investor Network LLC for which Russell Elbaum has voting control

ITEM 7 LEGAL/DISCIPLINARY HISTORY

A. Identify and provide a brief explanation as to whether any of the person or entities listed above in Section 6 have, in the past 10 years:

Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

None.

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None.

Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None.

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None.

Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding, and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

ITEM 8 THIRD PARTY SERVICE PROVIDERS

Please provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters)

Name: John L. Thomas
Address: 18 Beth Drive, Moorestown, NJ 08057
Phone: (609) 332-1791
Email: johnlthomas2@outlook.com

Name: Adam Yormack
Address: 121 Alhambra #1500, Coral Gables, FL 33134
Phone: (786) 634-6055
Email: adam@yormacklaw.com

Accountant or Auditor

None

Investor Relations Consultant

None.

All other means of Investor Communication:

X (Twitter): None
Discord: None
LinkedIn None
Facebook: None
[Other] None

Other Service Providers

Provide the name of any other service provider(s), **that assisted, advised, prepared, or provided information with respect to this disclosure statement.** This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

None.

ITEM 9 DISCLOSURE & FINANCIAL INFORMATION

This Disclosure Statement was prepared by:

Name: David Natan
Title: Independent Consultant
Relationship to Issuer: None

B. The following financial statements were prepared in accordance with:

☐ IFRS
☒ U.S. GAAP

The following financial statements were prepared by (name of individual):

Name: David Natan
Title: Independent Consultant
Relationship to Issuer: None

Describe the qualifications of the person or persons who prepared the financial statements:

Mr. David Natan has 45 yrs of experience having served as CFO for five (5) listed Nasdaq and AMEX public companies. Additionally, Mr. Natan has extensive GAAP accounting experience, represents numerous OTC clients, and is familiar with OTC reporting requirements.

GREENLITE VENTURES, INC
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	September 30, 2024	March 31, 2024
Current assets		
Cash	\$ 20,419	\$ 414
Accounts receivable other	20,190	7,945
Inventory	25,000	50,000
Crypto tokens	155,200	-
Total current assets	220,809	58,359
Goodwill	440,902	-
Intangible assets	404,160	-
Investment	-	695,750
Total assets	<u>\$ 1,065,871</u>	<u>\$ 754,109</u>
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	14,516	\$ -
Accrued interest expense	3,900	-
Loan payable -related parties	255,600	-
Loans payable	294,043	64,000
Total current liabilities	568,059	64,000
Total liabilities	568,059	64,000
Commitments and Contingencies		
Stockholders' Equity		
Preferred Stock, Series A \$0.00001 par value, 5,000,000 shares authorized, 65,000 and 85,000 shares issued and outstanding, September 30, 2024 and March 31, 2024, respectively	1	1
Common stock, \$0.00001 par value; 100,000 shares authorized, 158,035,671 and 76,905,671 shares issued and outstanding as of September 30, 2024 and March 31, 2024	1,580	769
Additional paid in capital	12,797,675	11,938,486
Accumulated deficit	(12,301,444)	(11,249,147)
Total Stockholders' Equity	497,812	690,109
Total Liabilities and Stockholders' Equity	<u>\$ 1,065,871</u>	<u>\$ 754,109</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

GREENLITE VENTURES, INC
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three months Ended September 30, 2024	Three months Ended September 30, 2023	Six months Ended September 30, 2024	Six months Ended September 30, 2024
Royalty revenue	\$ 9,457	\$ -	\$ 12,245	\$ -
Operating Expenses:				
Administrative expenses	100,172	340,556	303,149	419,763
Amortization of intangible assets	36,742	-	36,742	-
Impairment of inventory	25,000	-	25,000	-
Total operating expenses	<u>161,914</u>	<u>340,556</u>	<u>364,891</u>	<u>419,763</u>
Net income (loss) from operations	(152,457)	(340,556)	(352,647)	(419,763)
Other income and (expense)				
Interest expense	(3,900)	(36,914)	(3,900)	(36,914)
Loss on investment	(695,750)	-	(695,750)	-
Total other expense	<u>(699,650)</u>	<u>(36,914)</u>	<u>(699,650)</u>	<u>(36,914)</u>
Income (loss) before provision for income taxes	(852,107)	(377,470)	(1,052,297)	(456,677)
Provision for income taxes	-	-	-	-
Loss from continuing operations	(852,107)	(377,470)	(1,052,297)	(456,677)
Income (loss) from discontinued operations	-	16,063	-	(43,760)
Net loss	<u>\$ (852,107)</u>	<u>\$ (361,408)</u>	<u>\$ (1,052,297)</u>	<u>\$ (500,437)</u>
Basic and diluted earnings(loss) per common share:				
Loss from continuing operations	\$ (0.01)	\$ (0.01)	\$ (0.01)	\$ (0.01)
Income (loss) from discontinued operations	<u>\$ -</u>	<u>\$ 0.00</u>	<u>\$ -</u>	<u>\$ (0.00)</u>
Weighted average number of shares outstanding	<u>158,035,671</u>	<u>42,055,671</u>	<u>117,520,671</u>	<u>69,605,671</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

GREENLITE VENTURES, INC
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
(Unaudited)

	Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Equity
	Shares	Value	Shares	Value			
Balance, March 31, 2023	<u>75,000</u>	<u>\$ 1</u>	<u>41,305,671</u>	<u>\$ 413</u>	<u>10,827,343</u>	<u>\$ (9,029,972)</u>	<u>\$ 1,797,785</u>
Net loss						(139,030)	(139,030)
Shares issued for acquisition consideration			600,000	6	379,493		379,499
Shares issued in private placements			150,000	2	117,500		117,502
Balance, June 30, 2023	<u>75,000</u>	<u>\$ 1</u>	<u>42,055,671</u>	<u>\$ 420</u>	<u>\$ 11,324,336</u>	<u>\$ (9,169,001)</u>	<u>\$ 2,155,757</u>
Net loss						(361,408)	(361,408)
Issuance of subscription shares					(110,002)		(110,002)
Shares issued in private placements			2,100,000	21	104,979		105,000
Shares issued for services			25,450,000	255	254,246		254,500
Balance, September 30, 2023		<u>\$ 1</u>	<u>69,605,671</u>	<u>\$ 696</u>	<u>\$ 11,573,559</u>	<u>\$ (9,530,409)</u>	<u>\$ 2,043,847</u>
	Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Equity
	Shares	Value	Shares	Value			
Balance, March 31, 2024	<u>65,000</u>	<u>\$ 1</u>	<u>76,905,671</u>	<u>\$ 769</u>	<u>\$ 11,938,486</u>	<u>\$ (11,249,147)</u>	<u>\$ 690,109</u>
Shares issued in private placements			100,000	1	9,999		10,000
Net loss						(200,189)	(200,189)
Balance, June 30, 2024	<u>65,000</u>	<u>\$ 1</u>	<u>77,005,671</u>	<u>\$ 770</u>	<u>\$ 11,948,485</u>	<u>\$ (11,449,336)</u>	<u>\$ 499,920</u>
Shares issued for consulting services			1,000,000	10	19,990		20,000
Shares issued in private placements			30,000	-	30,000		30,000
shares issued			80,000,000	800	799,200		800,000
Net loss						(852,107)	(852,107)
Balance, September 30, 2024	<u>65,000</u>	<u>\$ -</u>	<u>158,035,671</u>	<u>\$ 1,580</u>	<u>\$ 12,797,675</u>	<u>\$ (12,301,444)</u>	<u>\$ 497,812</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

GREENLITE VENTURES, INC
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months Ended September 30, 2024	Six Months Ended September 30, 2023
Cash Flows From Operating Activities:		
Loss from continuing operations	\$ (1,052,297)	\$ (456,677)
Loss from discontinued operations	-	(43,759)
Net loss	(1,052,297)	(500,437)
Amortization of intangible assets	36,742	25,798
Adjustment of goodwill	-	(82,146)
Stock based compensation	20,000	254,500
Loss on investment	695,750	-
Impairment of inventory	25,000	-
Changes in assets and liabilities		
Accounts receivable	-	(72,360)
Prepaid license fees	-	36,833
Inventory	-	10,276
Other asset	-	(1,656)
Accounts receivable -other	(12,245)	-
Accounts payable	(10,750)	(90,831)
Accrued liabilities	3,900	19,766
Net cash (used in) operating activities	(293,899)	(400,257)
Cash flows from Investing Activities		
Purchase of No Limit Holdings net of cash received	58,261	-
Net cash provided by investing activities	58,261	-
Cash Flows From Financing Activities:		
Proceeds from the sale of common stock	40,000	105,000
Proceeds from loans	231,099	170,927
Repayments of loans	(1,056)	-
Repayments of related party loans	(14,400)	(10,855)
Net cash provided by financing activities	255,643	265,072
Net Increase (Decrease) In Cash	20,005	(135,185)
Cash At The Beginning Of The Period	414	139,393
Cash At The End Of The Period	<u>\$ 20,419</u>	<u>\$ 4,208</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements

GREENLITE VENTURES INC

Notes to Unaudited Financial Statements

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

The Company was incorporated in the State of Nevada on December 21, 2000 as Greenlite Ventures, Inc., its current name.

On February 22, 2023 (the “Acquisition Date”), the Company entered into an Asset Purchase Agreement (“APA”) with Artinian, LLC (“Artinian”) thereby purchasing the assets of: (a) Artinian; (b) the dba Game Time Watches, which is in the business of designing, fabricating, and sale of watches and clocks; (c) Game Time Bands, LLC, which is in the business designing, fabricating,, and sale of watch bands and air pod cases; and (d) inventory, computers, accounts receivable, trademarks, intellectual property, bank accounts, agreements, and (subject to the licensor’s approval) assigned license assets of the National Football League, major league baseball, the National Hockey League, World Wrestling Entertainment, NASCAR, Professional Bull Riders Association, Ford, Sports Illustrated, NASA. As a result of the APA, as of February 22, 2023, the Company is conducting active operations in both Tarrytown, NY, and Boca Raton, Florida and has revenue streams from the sale of watches, the sale of watch bands, and from licensing fees.

On February 12, 2024, the Company fully divested Artinian and it became a discontinued operation. See Note 4. Acquisitions and Discontinued Operations.

Greenlite has an ongoing business relationship with Artinian LLC through the payment of an ongoing 4% royalty by Artinian to Greenlite on all GameTime Watch and Band sales. Greenlite also has \$50,000 worth of GameTime Watches in inventory.

In May 2023, Greenlite purchased 3 subsidiaries of Altitude International Holdings, Inc; Trident Water LLC, dba Altitude Water, Altitude Wellness LLC, and Altitude International, Inc.

Altitude International, Inc. owned the exclusive rights to sell Sporting Edge, UK simulated altitude chambers and extreme environmental chambers in North America. Upon the completion of the Altitude acquisition, Greenlite entered into a Consulting Agreement with Sporting Edge CEO and Founder Dave Vincent who then put together an exclusive Licensing Agreement between Woodway USA and Greenlite which transferred the exclusive rights to manufacture and distribute Sporting Edge products throughout North America to Woodway USA in exchange for a 15% royalty on top line revenues being paid by Woodway to Greenlite. Woodway recently made the sale of its first altitude chamber on behalf of Greenlite which will be utilized at the Impact Zone in New Jersey.

Immediately after acquiring Altitude Wellness LLC, Greenlite spun the company off to 16929 Wellness Consultants, Inc. in exchange for an ongoing 10% royalty on 16929’s revenues. 16929 owns a multi-faceted Wellness Center in Sugar Land Texas that is serving as the flagship unit for 16929’s franchising operations.

Trident Water LLC was immediately spun off by Greenlite to Blue Sky Strategy LLC upon purchase for a multi-tiered royalty stream based on the size and quantities of their Atmospheric Water Generators that are sold. (See Note 4).

Last year, Greenlite signed a Consulting Agreement with sports talk radio personality Jeff DeForrest followed by a second agreement to begin building a sports betting podcast network for Greenlite. In May, 2024 Greenlite launched

its podcast operations with the airing of DeForrest's Morning Briefing show on NoFilter.net sponsored by BetOnline.com. Greenlite is further expanding its podcast presence with signed agreements for new shows with noted sports handicappers Brandon Lang and Troy West.

On July 19, 2024, the Company completed an asset purchase agreement with No Limit Technology Holdings Inc. (No Limit), a company involved in the sports betting and cryptocurrency markets. As a result of the acquisition, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, No Limit has acquired majority shareholder control of Greenlite, and No Limit founder and CEO Rafael Grosvirt was appointed as Greenlite's new CEO. With this acquisition, the Company seeks to create a decentralized sports betting ecosystem. Utilizing blockchain technology, cryptocurrency, artificial intelligence, and peer-to-peer algorithms, the Company plans to launch a sports betting exchange powered by its own cryptocurrency, the No Limit Coin. The platform is intended to offer financial benefits to users, including a greatly reduced house take and non-custodial wallets that allow users to always be in control of their funds.

The Company's year-end is March 31st.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) and include the operations of Greenlite Ventures Inc.

Revenue Recognition

The Financial Accounting Standards Board ("FASB") Accounting Standards Update ("ASU") No. 2014-09, *Revenue from Contracts with Customers (Topic 606)* outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. The guidance provided in Accounting Standards Codification ("ASC") Topic 606 ("ASC 606") requires entities to use a five-step model to recognize revenue by allocating the consideration from contracts to performance obligations on a relative standalone selling price basis. Revenue is recognized when a customer obtains control of promised goods or services in an amount that reflects the consideration that the entity expects to receive in exchange for those goods or services. The standard also requires new disclosures regarding the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. ASC 606 also includes Subtopic 340-40, *Other Assets and Deferred Costs – Contracts with Customers*, which requires the deferral of incremental costs of obtaining a contract with a customer.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the calculation of goodwill and intangible 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. Actual results could differ from those estimates.

Concentration of credit risk

Financial instruments which potentially subject the Company to concentration of credit risk consist of cash deposits and customer receivables. The Company maintains cash with various major financial institutions. The Company performs periodic evaluations of the relative credit standing of these institutions. To reduce risk, the Company performs credit evaluations of its customers and maintains reserves when necessary for potential credit losses.

Cash and cash equivalents

The Company considers all highly liquid temporary cash investments with an original maturity of three months or less to be cash equivalents. On September 30, 2024, and March 31, 2024, the Company's cash equivalents totaled \$20,419 and \$414 respectively.

Stock-based Compensation

We account for equity-based transactions with nonemployees under the provisions of ASC Topic No. 505-50, *Equity-Based Payments to Non-Employees* (ASC 505-50). ASC 505-50 establishes that equity-based payment transactions with nonemployees shall be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The fair value of common stock issued for payments to nonemployees is measured at the market price on the date of grant. The fair value of equity instruments, other than common stock, is estimated using the Black-Scholes option valuation model. In general, we recognize the fair value of the equity instruments issued as deferred stock compensation and amortize the cost over the term of the contract.

We account for employee stock-based compensation in accordance with the guidance of FASB ASC Topic 718, *Compensation—Stock Compensation*, which requires all share-based payments to employees, including grants of employee stock options, to be recognized in the financial statements based on their fair values. The fair value of the equity instrument is charged directly to compensation expense and credited to additional paid-in capital over the period during which services are rendered.

Business Combinations

Under the acquisition method of accounting, we allocate the fair value of the total consideration transferred to the tangible and identifiable intangible assets acquired and liabilities assumed based on their estimated fair values on the date of acquisition. The fair values assigned, defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between willing market participants, are based on estimates and assumptions determined by management. These valuations require us to make significant estimates and assumptions, especially with respect to intangible assets. We record the excess consideration over the aggregate fair value of tangible and intangible assets, net of liabilities assumed, as goodwill.

If the initial accounting for a business combination is incomplete by the end of a reporting period that falls within the measurement period, we report provisional amounts in our financial statements. During the measurement period, we adjust the provisional amounts recognized at the acquisition date to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the measurement of the amounts recognized as of that date and we record those adjustments to our financial statements.

Net Loss per Share

Net income (loss) per common share is computed pursuant to section ASC 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period.

Fair value of financial instruments

The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification (—Paragraph 820-10-35-37) to measure the fair value of its financial instruments. Paragraph 820-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (U.S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures, Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for

identical assets or liabilities and the lowest priority to unobservable inputs. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

Level 1: Quoted market prices available in active markets for identical assets or liabilities as of the reporting date. Level 2: Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Level 3: Pricing inputs that are generally unobservable inputs and not corroborated by market data.

The carrying amount of the Company's financial assets and liabilities, such as cash, prepaid expenses and accrued expenses approximate their fair value because of the short maturity of those instruments. The Company's payables approximate the fair value of such instruments based upon management's best estimate of interest rates that would be available to the Company for similar financial arrangements on September 30, 2024 and March 31, 2024.

The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis as of September 30, 2024 and March 31, 2024.

Income Taxes

We follow ASC 740-10-30, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Income in the period that includes the enactment date.

Recent Accounting Pronouncements

The Company has reviewed all recently issued accounting pronouncements and plans to adopt those that are applicable to it. The Company does not expect the adoption of any other pronouncements to have an impact on its results of operations or financial position.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company had an accumulated deficit on September 30, 2024 of \$12,301,444. The Company requires capital for its contemplated operational and marketing activities. The Company's ability to raise additional capital through the future issuances of common stock is unknown. The obtaining of additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to the attainment of profitable operations are necessary for the Company to continue operations. The financial statements of the Company do not include any adjustments that may result from the outcome of these uncertainties.

NOTE 4 - ACQUISITIONS AND DISCONTINUED OPERATIONS

Acquisitions

On July 19, 2024, the Company completed an asset purchase agreement with No Limit Technology Holdings Inc. (No Limit), a company involved in the sports betting and cryptocurrency markets. As a result of the acquisition, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, No Limit has acquired majority shareholder control of Greenlite, and No Limit founder and CEO Rafael Grosvirt was appointed as Greenlite's new CEO. As consideration for the transaction the company issued 80,000,000 shares to the shareholders of No Limit and assumed \$81,804 in net liabilities. As a result the Company

recorded \$440,902 in goodwill and \$440,902 in intangible assets. The intangible assets are being amortized over a three-year period at the rate of \$36,742 quarterly.

Artinian

On February 22, 2023, the Company acquired 100% of the voting interest in Artinian, LLC. (“Artinian”), a private New York limited liability company, and its subsidiaries, pursuant to the terms of an asset purchase agreement. Artinian owns Game Time Watches and Game Time Band, a manufacturer and designer of sports licensed watches and watch bands located in the New York City, NY area.

In connection with the acquisition, the Company’s CEO contributed 10,000,000 shares of his personal shares of common stock to shareholders of Artinian. Additionally, as purchase consideration the Company issued 2,000,000 shares of its common stock valued at \$0.54 per share for a total of \$1,080,000, and assumed \$636,483 of net liabilities from Artinian. This resulted in preliminary goodwill to the Company of \$1,716,483. Of this amount 20%, or \$343,297 was allocated intangible assets and is being amortized over a 36 month period. The Company’s accounting for the acquisition of Artinian is incomplete. Management is performing a valuation study to calculate the fair value of the acquired intangible assets, which it plans to complete within the one-year measurement period.

In February 2023, the Company entered into an Executive Employment Agreement with Adam Pennington its new Chief Executive Officer, and Board Member with the former Chief Executive Officer of Artinian. This agreement is effective March 1, 2023, with a five-year term.

On May 22, 2023 the Company entered into a “Membership Interests And Purchase Agreement (the “Agreement”)” and the following subsidiaries of Altitude International Holdings, Inc. (“ALTD” or the “Seller”), a New York corporation doing business in Port Saint Lucie, Florida: (a) Altitude International, Inc., a Wisconsin corporation (“Altitude International”); (b) Trident Water, LLC d/b/a Altitude Water, a Florida Limited Liability Seller (“Trident Water”); and (c) Altitude Wellness, LLC, a Florida Limited Liability Seller (“Altitude Wellness”). The common stock interests of Altitude International and the membership interests of Trident and Altitude Wellness are collectively referred to herein as the “Interests”.

Under the terms of the Agreement the Company issued 600,000 restricted common stock shares to ALTD for purchase of the entities Trident Water, LLC d/b/a Altitude Water, Altitude Wellness, LLC, and Altitude International, LLC; and agree to issue (b) 500,000 restricted common Stock Shares of Greenlite to be issued to the ALTD Lender, Dr. Kenneth Lee as consideration for the debt owed by the ALTD subsidiary, Altitude Wellness, LLC or ALTD, to Dr. Kenneth Lee. The Altitude companies had no assets or liabilities at the time of purchase. The Company has recorded the issuance of 600,000 shares and liability of the 500,000 additional shares issuable as an investment on its balance sheet as of December 31, 2023 amounting to \$695,750.

During the three months ended September 30, 2024, the Company wrote down in full its \$695,750 investment in Altitude.

Discontinued Operations

On February 12, 2024, the “Company” completed the spinout of its Game Time Watches & Bands division as part of its restructuring plan to focus on other business opportunities in the Wellness category. Adam Pennington, the Company’s Chief Executive Officer, resigned his position effective February 12, 2024, to continue to run the Game Time Watches & Bands business as a separate company.

As a result, Artinian became a discontinued operation. During the six months ended September 30, 2023 the loss from discontinued operations was \$43,760

Under the terms of the Artinian spinout, the Company received \$50,000 in inventory and a 4% royalty on Game Time gross margin from revenues for a period of five years. For the six-month period ended September 30, 2024 the Company recorded royalty revenue of \$12,245.

NOTE 5 – LOAN PAYABLE

Subsequent to the acquisition of Artinian on February 28, 2023, the Company entered into a loan modification of a Promissory Note with Bluefin Partners, LLC (“the Lender”). Under the terms of the loan modification, a prior loan balance along with accrued interest amounting to \$597,611 due to the Lender was cancelled and replaced with a new interest free Promissory Note amounting to \$100,000 payable in 25 monthly installments of \$4,000 commencing on April 1, 2023, in return for 1,500,000 shares of the Company’s common stock. On the date of the transaction the company’s common stock was valued at \$0.6799 which resulted in the Company recording a loss of \$522,239 on the extinguishment of debt. As of September 30, 2024 the Company owed the Lender \$64,000.

Additionally, as of September 30, 2024, the Company had a loan of \$231,099 due to an investor bearing interest at 8%. The accrued interest on this loan amounted to \$3,900 at September 30, 2024

NOTE 6 – COMMON STOCK

Common Stock

The Company is authorized to issue 500,000,000 shares of common stock with a par value of \$0.00001 per share. As of September 30, 2024 and March 31, 2024 there were 158,035,671 and 76,905,671 shares and issued and outstanding and outstanding respectively.

- During the three months ended June 30, 2024 the Company issued 30,000 shares in a private placement and received \$10,000 in proceeds. Additionally, the company issued 1,000,000 shares to a consultant and 80,000,000 shares in connection with the acquisition of no limit.
- During the three months ended June 30, 2024 the Company issued 100,000 shares in a private placement and received \$10,000 in proceeds.

During the three months ended March 31, 2024 the Company issued the following shares.

- 7,000,000 shares valued at \$0.05 were issued to various service providers.

During the three months ended December 31, 2023 the Company issued the following shares.

- 300,000 shares valued at \$0.05 were sold by the Company pursuant to the terms of a private placement resulting in proceeds of \$15,000.

During the three months ended September 30, 2023 the Company issued the following shares.

- 25,450,000 shares valued at \$254,500 were issued to consultants and officers for services.
- 2,100,000 shares valued at \$0.05 were sold by the Company pursuant to the terms of a private placement resulting in proceeds of \$105,000.

During the three months ended June 30, 2023 the Company issued the following shares.

- 600,000 shares valued at \$0.635 were issued for the purchase of Altitude.
- 150,000 shares valued at \$0.05 were sold by the Company pursuant to the terms of a private placement resulting in proceeds of \$7,500.

During the year ended March 31, 2023 the Company issued the following shares:

- 2,000,000 shares valued at \$.05 were issued for the purchase of Artinian.

- 1,500,000 shares valued at \$0.6799 were issued to retire debt.
- 6,344,000 shares valued at \$0.05 were sold by the Company pursuant to the terms of a private placement resulting in proceeds of \$317,200.
- 14,250,000 shares valued at \$.05 were issued to consultants and employees for services resulting in stock based compensation of \$712,500.
- 10,000 preferred shares owned by the Company's chairman were converted to 10,000,000 common shares. These shares were considered to be a capital contribution to the Company and were issued to Artinian shareholders.

Preferred shares

The Company is authorized 5,000,000 shares of preferred stock with a par value of \$0.00001 per share. As of September 30, 2024 and March 31, 2024, 65,000 and 65,000 shares of Series A Preferred Stock were issued and outstanding.

NOTE 7 – SUBSEQUENT EVENTS

On October 9, 2024, the Company entered into an asset purchase agreement with Grin Gaming, a Company with a sophisticated AI powered in game platform including cutting-edge in-game platforms and player prop pricing engines. As consideration for the acquisition, the Company issued 5,350,000 common shares to Grin Gaming and 770,000 shares to a consultant.

ITEM 10 - ISSUER CERTIFICATION

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly or Quarterly Report.

The certifications shall follow the format below:

Principal Executive Officer:

I, Rafael Groswirt, certify that:

1. I have reviewed this Quarterly Disclosure Statement for Greenlite Ventures Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 14, 2024

/s/ Rafael Groswirt
Rafael Groswirt
Chief Executive Officer

Principal Financial Officer:

I, Rafael Groswirt, certify that:

1. I have reviewed this Quarterly Disclosure Statement for Greenlite Ventures Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 14, 2024

/s/ Rafael Groswirt
Interim Chief Financial Officer