

Greenlite Ventures, Inc.

A Nevada Corporation

1407 Foothill Blvd, Suite 305
La Verne CA 91750

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

Annual Report

For the period ending March 31, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

164,555,171 as of March 31, 2025

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, 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 during this reporting period:

Yes: ☐ No: ☒

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:

None

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, 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 a spinout agreement with Artinian. Pursuant to the terms of the agreement, the Company received \$25,000 in inventory and is entitled to a 4% royalty on the gross margin from Game Time revenues for a period of five years. For the fiscal year ended March 31, 2025, the Company recorded royalty revenue of \$29,129. This amount is reflected under “Accounts Receivable – Other” in the accompanying Balance Sheet.

On July 19, 2024, the Company completed a transaction with No Limit Technology Holdings Inc. (No Limit), a company involved in sports betting and cryptocurrency markets. As a result of the transaction, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, the Company issued 80,000,000 shares of its Common Stock and No Limit founder and CEO Rafael Grosvirt was appointed as the Company's new CEO.

On October 9, 2024, the Company entered into an asset purchase agreement with Grin Gaming, a Company with sophisticated AI powered in game platform including innovative 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. On May 6, 2025, the Company entered into an amended agreement with Grin Gaming. The Company issued an additional 10,072,546 common shares to Grin Gaming and 2,000,000 shares and 1,000,000 No Limit tokens to a consultant.

Both the No Limit and the Grin transactions were meant to qualify as a reorganization under IRC Section 368(a)(1)(c).

On January 24, 2025, the Company entered into a Software Source Code Purchase Agreement with Jayesh Vijay, an individual, pursuant to which the Company acquired a proprietary software platform designed for sports betting and betting exchange applications. As consideration for the acquisition, the Company agreed to issue 100,000 shares of its common stock to Mr. Vijay.

Address of the issuer's principal executive office:

1407 Foothill Blvd, Suite 305
La Verne CA 91750

Address of the issuer's principal place of business:

☒ Check 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?

No: ☒ Yes: ☐ If Yes, provide additional details below:

NA

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Co.

Phone: 800-785-7782

Email: ispst@pacificstocktransfer.com

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

Publicly Quoted or Traded Securities:

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 March 31, 2025

Total shares outstanding: 164,555,171 shares as of March 31, 2025

Total number of shareholders of record: 301 as of date: March 31, 2025

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

NA

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

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: March 31, 2025

Total shares outstanding: 65,000 as of date: March 31, 2025

Total number of shareholders of record: One (1) as of date: March 31, 2025

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

NA

Security Description:

1. 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 thereof.

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 non-assessable.

2. 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. The Preferred Stock is owned by our CEO. The Preferred Stock can only be converted to Common Stock by a vote of the disinterested Directors. Additionally, our CEO has agreed not to convert any of the Preferred Stock into Common Stock.

3. Describe any other material rights of common or preferred stockholders.

None

4. 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

3) Issuance History

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.

A. 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 Outstanding <u>Opening Balance:</u>			*Right-click the rows below and select “Insert” to add rows as needed.						
Date March 31, 2023 Common: 41,305,671 Preferred: 75,000									
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	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.
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 - /in 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	Yes	Sam Garby	Cash received in a private placement	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 placement	Restricted	Section 4(a)(2)
9/27/2024	New Issuance	23,162,570	Common stock	\$0.01	Yes	Rafael Groswirt	Acquisition consideration	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)
9/27/2024	New Issuance	84,393	Common stock	\$0.01	Yes	David Garr	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)
11/08/24	New Issuance	25,000	Common Stock	.02	Yes	Brett Corvino	Services	Restricted	Section 4(a)(2)
11/08/24	New Issuance	75,000	Common Stock	.02	Yes	Courtney Josephine Ramirez	Services	Restricted	Section 4(a)(2)
11/08/24	New Issuance	25,000	Common Stock	.02	Yes	Jacob Weisberg	Services	Restricted	Section 4(a)(2)
11/08/24	New Issuance	25,000	Common Stock	.02	Yes	Larry Guidice	Services	Restricted	Section 4(a)(2)
11/08/24	New Issuance	25,000	Common Stock	.02	Yes	Select Service Consulting – Joanne Guidice has voting control	Services	Restricted	Section 4(a)(2)
2/3/25	New Issuance	50,000	Common stock	.25	Yes	Chris Virtue	Cash in a private placement	Restricted	Section 4(a)(2)
2/3/25	New Issuance	50,000	Common stock	.25	Yes	Indira Virtue	Cash in a private placement	Restricted	Section 4(a)(2)
2/3/25	New Issuance	168,000	Common stock	.02	Yes	Andrey Tsvik	Services	Restricted	Section 4(a)(2)
<u>2/3/25</u>	New Issuance	300,000	Common Stock	.02	Yes	Johnny Chan	Services	Restricted	Section 4(a)(2)
<u>2/3/25</u>	New Issuance	20,000	Common Stock	.02	Yes	Juan Costello	Services	Restricted	Section 4(a)(2)
<u>2/6/25</u>	Cancel Shares	(1,000,000)	Common Stock	.02	Yes	1025 Associates Inc.	Services	Restricted	Section 4(a)(2)
<u>2/24/25</u>	New Issuance	100,000	Common Stock	.02	Yes	Jayesh Vijay	Services	Restricted	Section 4(a)(2)

<u>2/24/25</u>	New Issuance	219,000	Common Stock	.02	Yes	Wesley Tate	Services	Restricted	Section 4(a)(2)
<u>2/24/25</u>	New Issuance	317,500	Common Stock	.02	Yes	John Thomas	Services	Restricted	Section 4(a)(2)
Shares Outstanding on Date of This Report: Ending Balance: 164,555,171 Date March 31, 2025 Common: 164,555,171 Preferred: 65,000									

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

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
June 19, 2025	\$10,000	\$11,063	December 19, 2025	Conversion amount divided by the applicable price per share, and result multiplied by five (5)	0	5,000,000	Early Childhood, LLC (Drew Skurowitz has voting control)	Loan

Total Outstanding Balance: \$11,063 Total Shares: 0 5,000,000

4) Issuer's Business, Products and Services

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

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

On July 30, 2024, the Company 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 the

Company. In May 2024 the Company launched its podcast operations with the airing of DeForrest's Morning Briefing show on NoFilter.net sponsored by BetOnline.com. The Company 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 a transaction with No Limit Technology Holdings Inc. (No Limit), a company involved in sports betting and cryptocurrency markets. As a result of the transaction, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, the Company issued 80,000,000 shares of its Common Stock and No Limit founder and CEO Rafael Grosvirt was appointed as the Company's new CEO. The Company's software development team has successfully launched its proprietary Daily Fantasy Sports (DFS) platform. Following a seamless beta phase, the platform is now positioned for expansion into multiple U.S. jurisdictions and select international markets. The DFS platform will be offered both directly to end users and as a white-label solution for partners. In addition, the Company has initiated pre-registration for its cryptocurrency exchange in the state of Montana, with plans to expand operations into additional states as appropriate regulatory licenses are obtained. The development team is concurrently advancing several key technology initiatives, including the launch of a sports book and a sports betting exchange platform. Integration of the Grin Gaming platform is in its final stages. The Company is also incorporating artificial intelligence (AI) capabilities across all platforms. A dedicated sports advisory division, No Limit Intelligence, is currently under development. The AI infrastructure is expected to transition to open-source servers, with anticipated applications including real-time arbitrage alerts and other data-driven services within the sports advisory and betting sectors. Upon full deployment, the Company's blockchain-enabled ecosystem will be positioned to support a diverse range of products for both direct-to-consumer and white-label distribution. Finally, the Company plans to establish a cryptocurrency treasury reserve, with initial holdings expected to include Bitcoin and Ethereum in the coming years.

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

Sports podcasts

5) Issuer's Facilities

Our corporate office address is 1407 Foothill Blvd, Suite 305, La Verne CA 91750

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.

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Rafael Grosvirt	Chief Executive Officer, Chairman	La Verne California	23,162,570	Common shares	14.07%
Rafael Grosvirt	Chief Executive Officer, Chairman	La Verne California	65,000*	Preferred shares	100%
Rafael Grosvirt	Chief Executive Officer, Chairman	La Verne California	10,000,000	Warrants	
Mija Trust (Mary Pierce has voting control)	5% shareholder Chief Operating Officer	Las Vegas Nevada	8,253,628	Common shares	5.18%
Mary Pierce	Chief Operating Officer	Las Vegas Nevada	10,000,000	Warrants	
Sunday Morning (Adam Pennington has voting control)	5% shareholder	Loxahatchee Florida	8,700,000	Common shares	5.29%
Investor Network (Russell Elbaum has voting control)	5% shareholder Director	Boca Raton Florida	23,000,000	Common shares	13.97%
Russell Elbaum	5% shareholder Director	Boca Raton Florida	10,000,000	Common shares	6.08%
Wesley Tate	Chief Financial Officer	Elizabethton Tennessee	219,000	Common shares	**
Wesley Tate	Chief Financial Officer	Elizabethton Tennessee	2,000,000	Warrants	
Oscar Peralta	Director	Las Vegas Nevada	2,489,575	Common shares	1.51%
Oscar Peralta	Director	Las Vegas Nevada	5,000,000	Warrants	

* The Series A Preferred Stock is convertible into 1,000 shares of common stock. Upon conversion, Mr. Grosvirt would hold a total of 88,162,570 shares of common stock, representing 38% of the total outstanding shares. The Preferred Stock can only be converted to Common Stock by a vote of the disinterested Directors. Additionally, our CEO has agreed not to convert any of the Preferred Stock into Common Stock.

** Percentage of class of shares is less than 1%.

7) Legal/Disciplinary History

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

1. 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

2. 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

4. 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

6. 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

8) Third Party Service Providers

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

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

Accountant or Auditor

None

Investor Relations

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 **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

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Wesley Tate
Title: Chief Financial Officer
Relationship to Issuer: Consultant

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

☐ IFRS
☒ U.S. GAAP

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

Name: Wesley Tate
Title: Chief Financial Officer
Relationship to Issuer: Consultant

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

Mr. Tate has over 30 years of experience having served as CFO for four (4) listed OTC public companies. Additionally, Mr. Tate has extensive GAAP accounting experience and is familiar with OTC reporting requirements.

GREENLITE VENTURES, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	March 31, 2025	March 31, 2024
Current assets		
Cash	\$ 73,502	\$ 414
Accounts receivable other	29,190	7,945
Inventory	25,000	50,000
NLC blockchain utility token	128,040	-
Total current assets	255,731	58,359
Goodwill	467,652	-
Intangible assets	352,968	-
Investment	-	695,750
Total assets	<u>\$ 1,076,351</u>	<u>\$ 754,109</u>
LIABILITIES & STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable and accrued liabilities	\$ 38,116	\$ -
Accrued interest expense	55,793	-
Accrued salary	20,000	-
Loan payable -related parties	222,100	-
Loans payable	330,801	64,000
Total current liabilities	666,810	64,000
Total liabilities	666,810	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, March 31, 2025 and March 31,2024, respectively	1	1
Common stock, \$0.00001 par value; 500,000,000 shares authorized, 164,555,171 and 76,905,671 shares issued and outstanding as of March 31, 2025 and March 31, 2024	1,646	769
Additional paid in capital	13,452,999	11,938,486
Accumulated deficit	(13,045,105)	(11,249,147)
Total Stockholders' Equity	409,541	690,109
Total Liabilities and Stockholders' Equity	<u>\$ 1,076,351</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)

	Year Ended March 31, 2025	Year Ended March 31, 2024
Royalty revenue	\$ 21,245	\$ 7,945
Operating Expenses:		
Administrative expenses	682,603	180,004
Stock based compensation	246,890	502,702
Amortization of intangible assets	114,684	-
Impairment of inventory	25,000	-
Total operating expenses	<u>1,069,177</u>	<u>682,706</u>
Net income (loss) from operations	(1,047,932)	(674,761)
Other income and (expense)		
Interest expense	(55,793)	-
Interest Income	3,518	3,336
Other Income		113,083
Loss on investment	(695,750)	-
Total other expense	<u>(748,025)</u>	<u>116,419</u>
Income (loss) before provision for income taxes	(1,795,958)	(558,342)
Provision for income taxes	-	-
Loss from continuing operations	(1,795,958)	(558,342)
Income (loss) from discontinued operations	-	(1,660,833)
Net loss	<u><u>\$ (1,795,958)</u></u>	<u><u>\$ (2,219,175)</u></u>
Basic and diluted earnings (loss) per common share:		
Loss from continuing operations	<u><u>\$ (0.01)</u></u>	<u><u>\$ (0.01)</u></u>
Income (loss) from discontinued operations	<u><u>\$ -</u></u>	<u><u>\$ (0.03)</u></u>
Weighted average number of shares outstanding	<u><u>164,555,171</u></u>	<u><u>62,272,338</u></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						(2,219,175)	(2,219,175)
Shares issued for acquisition consideration			600,000	6	379,493		379,499
Shares issued in private placements			2,550,000	26	127,475		127,500
Conversion of preferred shares	(10,000)	-	10,000,000	100	101,698		101,798
Shares issued for services			<u>22,450,000</u>	<u>225</u>	<u>502,478</u>		<u>502,702</u>
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>\$ (11,249,146)</u>	<u>\$ 690,109</u>
Net loss						(1,795,958)	(1,795,958)
Shares issued in private placements			230,000	2	64,998		65,000
Shares issued for services			2,069,500	21	41,369		41,390
Warrants issued					205,500		205,500
Acquisition shares issued			<u>85,350,000</u>	<u>854</u>	<u>1,202,646</u>		<u>1,203,500</u>
Balance, March 31, 2025	<u>65,000</u>	<u>\$ 1</u>	<u>164,555,171</u>	<u>\$ 1,646</u>	<u>\$13,452,999</u>	<u>\$ (13,045,105)</u>	<u>\$ 409,541</u>

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

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

	Year Ended March 31, 2025	Year Ended March 31, 2024
Cash Flows From Operating Activities:		
Loss from continuing operations	\$ (1,795,958)	\$ (558,342)
Income (Loss) from discontinued operations	-	(1,660,833)
Net loss	(1,795,958)	(2,219,175)
Amortization of intangible assets	114,684	-
Stock based compensation	246,890	502,702
Loss on investment	695,750	-
Impairment of inventory	25,000	-
Changes in assets and liabilities		
Accounts receivable	-	-
NLC blockchain utility token	27,160	-
Accounts receivable -other	(21,245)	-
Accounts payable	13,151	-
Accrued liabilities	75,793	-
Net cash (used in) operating activities	(618,775)	(1,716,472)
Cash flows from Investing Activities		
Acquisition/Divestiture of a business net of cash received	-	1,455,494
Purchase of No Limit Holdings net of cash received	58,261	-
Net cash provided by investing activities	58,261	1,455,494
Cash Flows From Financing Activities:		
Proceeds from the sale of common stock	415,000	127,500
Proceeds from loans	297,650	-
Repayments of loans	(30,548)	-
Proceeds from related party loans	-	-
Repayments of related party loans	(48,500)	-
Net cash provided by financing activities	633,602	127,500
Net Increase (Decrease) In Cash	73,088	(138,980)
Cash At The Beginning Of The Period	414	139,393
Cash At The End Of The Period	<u>\$ 73,502</u>	<u>\$ 414</u>

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

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.

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

On July 19, 2024, the Company completed a transaction 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, the Company issued 80,000,000 shares of its Common Stock and No Limit founder and CEO Rafael Grosvirt was appointed as the Company's new CEO. The Company's software development team has successfully launched its proprietary Daily Fantasy Sports (DFS) platform. Following a seamless beta phase, the platform is now positioned for expansion into multiple U.S. jurisdictions and select international markets. The DFS platform will be offered both directly to end users and as a white-label solution for partners. In addition, the Company has initiated pre-registration for its cryptocurrency exchange in the state of Montana, with plans to expand operations into additional states as appropriate regulatory licenses are obtained. The development team is concurrently advancing several key technology initiatives, including the launch of a sports book and a sports betting exchange platform. Integration of the Grin Gaming platform is in its final stages. The Company is also incorporating artificial intelligence (AI) capabilities across all platforms. A dedicated sports advisory division, No Limit Intelligence, is currently under development. The AI infrastructure is expected to transition to open-source servers, with anticipated applications including real-time arbitrage alerts and other data-driven services within the sports advisory and betting sectors. Upon full deployment, the Company's blockchain-enabled ecosystem will be positioned to support a diverse range of products for both direct-to-consumer and white-label distribution. Finally, the Company plans to establish a cryptocurrency treasury reserve, with initial holdings expected to include Bitcoin and Ethereum in the coming years.

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 innovative 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. In return the Company received \$350,000 in cash and certain proprietary intellectual property in development. On May 6, 2025, the Company entered into an amended agreement with Grin Gaming. The Company issued an additional 10,072,546 common shares to Grin Gaming and 2,000,000 shares and 1,000,000 No Limit tokens to a consultant.

On January 24, 2025, the Company entered into a Software Source Code Purchase Agreement with Jayesh Vijay, an individual, pursuant to which the Company acquired a proprietary software platform designed for sports betting and betting exchange applications. As consideration for the acquisition, the Company issued 100,000 shares of its common stock to Mr. Vijay.

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 March 31, 2025, and March 31, 2024, the Company's cash equivalents totaled \$73,502 and \$414, respectively.

Stock-based Compensation

We account for equity-based transactions with non-employees 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 non-employees 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 the fair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification (—Paragraph 820-10-35-37II) 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 March 31, 2025 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 March 31, 2025 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.

NoLimitCoin (NLC) blockchain utility token

The Company's utility token, NoLimitCoin (NLC), is a custom designed utility token designed to power activity from players and operators across the Company's gaming ecosystem and smart contract infrastructure. Players who sign up for the Company's platforms will use NLC tokens to participate in games and other features, while white-label partners who license our software will utilize these tokens to power the smart contracts that facilitate every transaction within their own branded platforms. Once the Company's platforms are fully deployed globally, The Company plans to offer NLC tokens directly to users and operators, ensuring a seamless and transparent transaction experience throughout our ecosystem.

Tokens retained by the Company are not considered financial instruments, cash, or cash equivalents, and are not classified as revenue unless transferred in exchange for goods or services as part of the Company's normal business operations.

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 March 31, 2025, of \$13,045,105. 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 obtainment 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

Jayesh Vijay

On January 24, 2025, the Company entered into a Software Source Code Purchase Agreement with Jayesh Vijay, an individual, pursuant to which the Company acquired a proprietary software platform designed for sports betting and betting exchange applications. As consideration for the acquisition, the Company agreed to issue 100,000 shares of its common stock to Mr. Vijay.

Grin Gaming

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 innovative 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. In return the Company received \$350,000 in cash and certain proprietary intellectual property in development. As a result of the transaction the recorded \$26,750 in goodwill and \$26,750 in intangible assets amortizable over a 36-month period at the rate of 2,229, quarterly. The Company's accounting for the acquisition of Grin Gaming 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. On May 6, 2025, the Company entered into an amended agreement with Grin Gaming. The Company issued an additional 10,072,546 common shares to Grin Gaming and 2,000,000 shares to a consultant.

No Limit

On July 19, 2024, the Company completed a transaction with No Limit Technology Holdings Inc. (No Limit), a company involved in sports betting and cryptocurrency markets. As a result of the transaction, the Company acquired all physical assets and intellectual property previously owned and developed by No Limit. In consideration, the Company issued 80,000,000 shares of its Common Stock, and No Limit founder and CEO Rafael Grosvirt was appointed as the Company'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. The Company's accounting for the acquisition of No Limit 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.

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 February 12, 2024, the Company completed a spinout agreement with Artinian. Pursuant to the terms of the agreement, the Company received \$25,000 in inventory and is entitled to a 4% royalty on the gross margin from Game Time revenues for a period of five years. For the fiscal year ended March 31, 2025, the Company recorded royalty revenue of \$29,129. This amount is reflected under "Accounts Receivable – Other" in the accompanying Balance Sheet.

Altitude

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 the Company 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 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 year ended March 31, 2025, the Company wrote down in full its \$695,750 investment in Altitude.

NOTE 5 – COMMITMENTS AND CONTINGENCIES

Consulting Agreements

On March 3, 2025, the Company entered into a consulting agreement with an individual for software development services. Consultant to be issued 500,000 shares of the Company's stock upon execution of the agreement. An additional \$20,000 in the Company's common shares will be issued upon delivery of the platforms. Share price will be calculated based on the price of the stock at time of issuance. In addition, Consultant will receive 1,000,000 No Limit tokens. These shares were valued at \$10,000.

On March 3, 2025, the Company entered into a consulting agreement with an individual for software development services. Consultant to be issued 500,000 shares of the Company's Stock upon execution of the agreement. An additional 250,000 shares of the Company's Stock will be issued upon delivery of a demo of the platforms. An additional \$75,000 in the Company's common shares will be issued upon delivery of the platforms. Share price will be calculated based on the price of the stock at time of issuance. In addition, Consultant will receive 1,000,000 No Limit tokens. These shares were valued at \$10,000.

On January 7, 2025, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 20,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$400.

On August 28, 2024, the Company entered into a consulting agreement with an individual for role as Brand Ambassador. Consultant to be issued 300,000 shares of the Company's Stock and 10,000,000 No Limit tokens upon execution of the agreement. These shares were valued at \$6,000.

On July 30, 2024, the Company entered into a consulting agreement with an individual for finder's fee. Consultant to be issued 1,000,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$20,000.

On July 30, 2024, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 25,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$500.

On July 30, 2024, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 25,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$500.

On July 30, 2024, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 75,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$1,500.

On July 30, 2024, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 25,000 shares of the Company's Stock and a one-time payment of \$5,000 upon execution of the agreement. These shares were valued at \$500.

On July 30, 2024, the Company entered into a consulting agreement with an individual for marketing services. Consultant to be issued 25,000 shares of the Company's Stock upon execution of the agreement. These shares were valued at \$500.

NOTE 6 – LOAN PAYABLE AND RELATED PARTY NOTES

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 March 31, 2025, the Company owed the Lender \$60,000. The Company is currently in default.

As of March 31, 2025, the Company had a loan of \$218,998 due to an investor bearing interest at 8% per annum. The Company granted the lender a security interest in and first lien on all tangible and intangible assets of the Company. The loan matures on August 1, 2029. In addition, the investor loaned the company an additional \$10,000, bearing interest at a rate which corresponds with the applicable Federal Rates, as published by the IRS. On June 19, 2025, the Company entered into a First Amended and Restated Promissory Note with the investor (See note 7). The Company is currently in default.

Additionally, the Company had another loan amounting to \$55,000 with \$26,000 in accrued interest. The note matured on December 15, 2024, and is in default. Under the terms of the note, \$1,000 in interest will be charged for each month the note is late in being paid. As of March 31, 2025, the Company owed the Lender \$51,802. The Company is currently in default.

As of March 31, 2025, the accrued interest on all of these loans amounted to \$55,793.

As part of the acquisition of No Limit the Company assumed \$255,600 in interest-free demand loans from Mr. Rafael Grosvirt, the Company's CEO. During the year ended March 31, 2025, the Company made payments of \$48,500 against this loan bringing the loan balance to \$207,100. Also as of March 31, 2025, the Company had an interest-free loan of \$15,000 from its former CEO. As of March 31, 2025, the balance due to these related parties was \$222,100.

NOTE 7 – 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 March 31, 2025, and March 31, 2024, there were 164,330,671 and 76,905,671 shares issued and outstanding and outstanding, respectively.

During the year ended March 31, 2025, the Company issued the following shares:

- Issued 5,350,000 shares related to the asset purchase of Grin Gaming. These shares were valued at \$403,500.
- Issued 80,000,000 shares in connection with the acquisition of No Limit Holdings. These shares were valued at \$820,000.
- Issued 3,069,500 shares to consultants for services. These shares were valued at \$61,390. Additionally, a former consultant voluntarily returned 1,000,000 shares. These shares were valued at \$20,000.
- Issued 230,000 shares in private placements resulting in proceeds of \$65,000.
- 1,000,000 shares in transit to be issued to consultants for services. These shares were valued at \$20,000 as an accrued liability.

During the year ended March 31, 2024, the Company issued the following shares:

- Issued 7,000,000 shares valued at \$0.05 were issued to various service providers.
- Issued 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.
- Issued 25,450,000 shares valued at \$254,500 were issued to consultants and officers for services.
- Issued 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.
- Issued 600,000 shares valued at \$0.635 were issued for the purchase of Altitude.
- Issued 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.

Preferred shares

The Company is authorized 5,000,000 shares of preferred stock with a par value of \$0.00001 per share. Each share of preferred stock is convertible into 1,000 shares of common stock. As of March 31, 2025, and March 31, 2024, 65,000 and 65,000 shares of Series A Preferred Stock were issued and outstanding. Each share of preferred stock is convertible into 1,000 shares of common stock. The Preferred Stock is owned by our CEO. The Preferred Stock can only be converted to Common Stock by a vote of the disinterested Directors. Additionally, our CEO has agreed not to convert any of the Preferred Stock into Common Stock.

Warrants

During the year ended 2025 the Company issued 10,000,000 immediately vested warrants with a cashless exercise feature at a strike price of \$0.50 and 100,000 warrants of the same tenor which cannot be exercised for one year. Additionally, the Company issued 275,000 warrants to directors on the same terms. These warrants were valued at \$0.02 each resulting in stock-based compensation of \$205,500 on the company Statements of Operations for the year ended March 31, 2025.

NOTE 8 – SUBSEQUENT EVENTS

On April 17, 2025, the Company entered into a consulting agreement with an individual. Consultant's role will include podcase appearances, participation in social media channels, investor introductions and member engagement. Consultant to be compensated \$50,000 in the Company's common shares per year, to be paid quarterly. Share price will be calculated based on the average price of the stock per quarter. In addition, Consultant will receive 500,000 No Limit tokens.

On April 25, 2025, the Company entered into a consulting agreement with an individual. Consultant's role will include podcase appearances, participation in social media channels, investor and influencer introductions and member engagement. Consultant to be compensated 1,000,000 shares of the Company's Stock per quarter. In addition, Consultant will receive 250,000 No Limit tokens. These shares were valued at \$20,000.

On April 30, 2025, the Company entered into a consulting agreement with an individual. Consultant's role will include advising on market sentiment related to existing and potential investors, influencers, or gaming groups. Consultant to be compensated 2,000,000 in the Company's common shares. These shares were valued at \$40,000.

On May 6, 2025, the Company entered into an amended agreement with Grin Gaming. The Company issued an additional 10,072,546 common shares to Grin Gaming and 2,000,000 shares and 1,000,000 No Limit tokens to a consultant. These shares were valued at \$241,451.

On May 12, 2025, the Company entered into a consulting agreement with an individual. Consultant's role will include assisting in podcase appearances, participation in social media channels, investor introductions and member engagement. Consultant to be compensated \$12,000 in the Company's common shares per year, to be paid quarterly. Share price will be calculated based on the average price of the stock per quarter. In addition, Consultant will receive 100,000 No Limit tokens.

On May 16, 2025, the Company entered into a consulting agreement with an individual. Consultant's role will include introduction of the Company's gaming and crypto products in Mexico and Latin markets. Consultant to be compensated 2,000,000 in the Company's common shares. These shares were valued at \$40,000.

On June 19, 2025, the Company entered into a First Amended and Restated Promissory Note with an investor. The note was amended to cure a mutual mistake under the original note to include an agreed upon conversion option. The principal amount of this note is \$10,000. Interest shall be an amount which corresponds with the Applicable Federal Rate published by the IRS. The maturity date is November 10, 2022. The number of shares of Common Stock to be issued upon the

conversion shall be equal to the Conversion Amount divided by the applicable price per share, and the result multiplied by five (5).

Subsequent to the reporting period, the Company became aware of an existing consulting agreement with an individual. Under the terms of the agreement, the consultant was engaged to support the Company's compliance with its Code of Ethics and Business Conduct, identify and introduce executive-level management candidates, provide acquisition opportunities, and assist the Chief Executive Officer in overseeing the operations and corporate structure of the Company and its subsidiaries. As compensation, the consultant was entitled to receive 7,500 shares of the Company's Preferred Stock, convertible into 7,500,000 shares of the Company's Common Stock. The agreement also provided for the issuance of warrants to purchase an additional 7,500,000 shares of Common Stock at an exercise price of \$0.15 per share. The Company is currently engaged in discussions with the consultant to renegotiate the terms of this agreement.

10) Issuer Certification

Principal Executive Officer:

I, Rafael Groswirt, certify that:

1. I have reviewed this 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.

June 23, 2025

/s/ Rafael Groswirt

Principal Financial Officer:

I, Wesley Tate, certify that:

1. I have reviewed this Disclosure Statement for Greenlite Venture, 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.

June 23, 2025

/s/ Wesley Tate