SPARTA CAPITAL LTD.
(o/a SPARTA GROUP)

MANAGEMENT'S DISCUSSION AND ANALYSIS
OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS
("MD&A")

FOR THE THREE- AND SIX MONTHS ENDED
MARCH 31, 2025 AND 2024

Dated May 29, 2025

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Sparta Capital Ltd.

Management's Discussion And Analysis
For the three- and six months ended March 31, 2025
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The following management's discussion and analysis ("MD&A") explains the variations in the consolidated operating results, financial position and cash flows of Sparta Capital Ltd. ("Sparta", "Sparta Group", the "Company", the "Corporation", "We", "Us" or "Our") for the three and six months ended March 31, 2025. This MD&A should be read in conjunction with the Company's audited consolidated financial statements for the years ended September 30, 2024 and 2023, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The Company's accounting policies under IFRS are set out in Note 4 of the audited consolidated financial statements for the years ended September 30, 2024 and 2023.

All amounts are in Canadian dollars.

The discussion in this management's discussion and analysis focuses on this year.

Forward Looking Statements and Risks

Certain statements included in this discussion may constitute forward-looking statements that involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Corporation, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include changes in government regulations, general economic conditions and business conditions, ability to raise debt or equity financing as required to fund operations, ability to convert long term investments into cash through the sale of all or part of investments, foreign currency exposure, supplier constraints, transportation constraints, emissions standards, fuel prices, product quality and safety, alternative and competing products, protection of intellectual property, the findings resultant to due diligence programs, the results of product certification testing, the ability to attract and retain employees, sales agents and service personnel in Canada and in international markets, the actions of current and future competitors, future claims or litigation, the speculative nature of product research and development, and other factors that may affect demand for the Corporation's products and services and the ability of the Corporation to implement its business strategy and/or generate profit.

The words "may", "would", "could", "will", "likely", "estimate", "believe", "expect", "plan", "forecast", "is to be", "intend", "anticipate" and similar expressions are intended to identify forward-looking statements. Although Sparta has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Sparta does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

Overview

Sparta Capital Ltd. is a publicly traded company listed on the TSX Venture Exchange under the symbol "SAY". The Company operates through a decentralized structure with active business units in three primary verticals:

- Environment: ERS International, specializing in proprietary e-waste processing technologies.
- Health: Sparta Health Corporation, focused on AI, machine learning, and augmented reality in personalized healthcare.
- GTransportation: A newly envisioned transportation technology vertical, succeeding the previously terminated TruckSuite™ initiative. This division is currently in the strategic development phase with a focus on future smart mobility solutions.

Significant Events in 2025

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- Joseph Cimorelli is Appointed to the Board of Directors. He is largely responsible for the success of the Environment Divisions growth.

- The Carbon Credit program expands with onboarding of a major player in the Bitcoin Mining sector.

- Close to 50% of the world's top bitcoin miners become customers under the Carbon Credit program.

- ERS begins exploring relationships with companies outside the bitcoin sector but interested in the Carbon Credit program.

- We announced that the verification process at ERS shows significant benefits for recycling of waste in 2023. In fact, ERS generated carbon credits equal to over 600,000 smart phones being charged or over 10,000,000 pounds of coal being burned.

- Termination of the Software License Agreement with The Whann Group LLC, concluding the TruckSuite™ program.

- Continued development of the Doc-in-a-Box platform by MedReach.

- Expansion of ERS International's recycling capabilities and exploration of new strategic partnerships.

Strategic Direction and Leadership

Following the passing of the Company's co-founder and former President, John O'Bireck, current President Tony Peticca assumed leadership in November 2023. Since then, management has undertaken a comprehensive internal review and reorganization initiative to stabilize the business, rationalize costs, and prioritize projects with the strongest long-term value proposition.

The Company remains committed to its decentralized operating structure, enabling subsidiary autonomy while providing centralized strategic guidance and oversight. Sparta will continue to focus on capital efficiency, innovation, and high-impact partnerships.

Subsequent Events

Leadership Transition: Mr. Shawn Leon has been appointed as the new Chief Executive Officer of Sparta Capital. Mr. Leon brings a visionary approach to steering the company's future. Mr. Peter Quattro, the former CEO, will assume the role of Chairman of the Board. This leadership realignment is designed to invigorate Sparta's strategic initiatives and market positioning
Financial Strategy Adjustment: In line with our strategic pivot towards enhancing financial stability, Sparta Capital has divested a portion of its holdings in ERS International. This decisive action is part of our broader effort to solidify our financial base and support our new corporate direction.

Operational Highlights

Sparta Group continues to make major strides across all divisions, underscoring our commitment to innovation, environmental leadership, and operational excellence. We are in the final stages of a groundbreaking trial aimed at solving the global lithium battery recycling challenge. In collaboration with leading scholars at the University of Ottawa, this initiative is designed to deliver real-time, environmentally responsible solutions for recycling lithium batteries—moving away from current methods that rely on harmful acids and yield minimal lithium recovery. Once finalized, this technology will represent the future of lithium battery recycling, offering a safer and more sustainable path forward.

Key achievements to date include:

- **General Motors Partnership:** GM has signed a deal with our e-waste division (ERS) to manage and recycle its electronic waste, marking a significant commercial milestone.
- **Carbon Credit Verification:** The annual carbon credit verification process was initiated and successfully completed.
- **Team Growth:** The workforce at our Toronto-based ERS operation has grown by 20%, supporting rising demand.
- **Award Recognition:** Sparta's Environment Division received the Gold Award from OECM for surpassing stringent quality performance standards.
- **Introduction of NeoSort AI:** We unveiled NeoSort, our proprietary AI-powered material identification technology, using advanced nanotech and AI to significantly improve resource recovery accuracy and efficiency.
- **Financial Sector Expansion:** We signed a long-term contract with another major Canadian financial institution.
- **Client Growth:** Sparta onboarded 5 new Fortune 500 accounts while keeping workforce expansion minimal, showcasing our scalability and efficiency.
- **Volume Growth:** Our processing volume increased by 42%, reflecting the growing demand for our sustainable technology solutions.

Key initiatives include:

- **NeoSort Optimization (2025):** Entering the testing and optimization phase, NeoSort has delivered strong results, especially in identifying complex plastic and metal composites—further enhancing ERS's recycling and circular economy capabilities. As we continue into 2025, Sparta Group remains focused on scaling innovation, deepening strategic partnerships, and leading the charge toward a more sustainable and circular global economy.
- MedReach completed pilot testing of the Doc-in-a-Box technology with promising preliminary results.
- TruckSuite™ operations continued to winddown operations leading up to the January 1, 2025 termination; and the subsequent development of GTransportation that begins seamlessly after January 1, 2025.
- The Company continued to invest in innovation, particularly in the development of autonomous healthcare technology and AI-driven diagnostic solutions.
- A key strategic partnership with Parametric Design Canada Inc. was formalized to advance MedReach's AR capabilities and commercialization roadmap.

Going Concern

These consolidated financial statements have been prepared on a going concern basis which presumes that the Company will realize its assets and discharge its liabilities in the normal course of business.

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For the six months ended March 31, 2025, the Company incurred a net income of $1,395,452 (2024 – income of $169,839), and at that date had an accumulated deficit of $14,012,880 (September 2024 - $14,013,440) and a working capital deficiency of $470,589 (September 2024 - $2,405,544).

In order to meet the Company's future working capital requirements, it will be required to attract additional funds through the issue of debt or equity. The Corporation's management will continue to consider various alternatives to finance the Corporation's operations and activities within the context of existing market conditions. Additional capital requirements are dependent on uncertain future events, including but not limited to the results of the evaluation of other business growth opportunities, the level of growth in product sales and distribution. There can be no assurance that capital will be available as necessary to attain profitable operations or, if the capital is available, that it will be on terms acceptable to the Company.

These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. If the going concern assumption were not appropriate for these consolidated financial statements, then material adjustments could be necessary to the balance sheet classifications and carrying values of assets and liabilities.

The issuances of additional equity securities by the Corporation may result in significant dilution to the equity interests of its current shareholders. If the Corporation is unable to obtain financing in the amounts and on terms deemed acceptable, the business and future success may be adversely affected.

Additional capital requirements are dependent on uncertain future events, including but not limited to the results of the evaluation of other business growth opportunities, the level of growth in product sales and distribution. If the going concern assumption were not appropriate for these financial statements, then adjustments would be necessary to the carrying values of assets and liabilities, and the balance sheet classifications used which could be material.

Further information related to the Corporation is filed on the System for Electronic Document Analysis and Retrieval ("SEDAR") and can be reviewed at www.sedar.com.

Overall Performance

In the later half of 2022 and into 2023, we began streamlining operations in order to present a more coherent business structure while at the same time, positioning Sparta as a Company that cares about environmental health, human health, and business health.We are pleased with the direction we are going with our Innovation division, particulary as it relates of the further development of Doc-in-a-Box. The engagement and recruitment of some of our Technical Advisory Board members such as Dr. Craig Backs, esteemed Internal Medicine Specialist, as well as engineering experts Sol Rauch and Michel Lortie will facilitate further involvement in the medical space, by helping us navigate through some of the more complex steps involved in advancing our first major Sparta Health project (Doctor-in-a-Box).The growth and stability of our Environment division (ERS) both in terms of account generation, the growth of the Carbon credit program, and the vast array of industries we are serving globally, is very encouraging as we move forward. Additionally, the great feedback we have received on the TruckSuite™ app gives us reason to be optimistic that the updated version of the app will be well received by the commercial trucking sector here in Canada.

Being on the verge of unveiling the new, updated TruckSuite™ app in Canada is exciting for Sparta. With over 300,000 truckers in this country, it is an opporunity to not only generate new revenue, but to expand awareness of the Sparta Brand. Technology backed by Web3 is expanding rapidly and our tech will be taking advantage of this transformational time in history to develop solutions that make a real difference. Staff and management are dedicated to moving ahead with technologies that will make a difference to both environment and human health, staying true to the vision upon which Sparta was founded.

Selected Financial Information

The following table is a summary of selected financial information derived from the Corporation's audited financial statements for the years ended September 30, 2024 prepared in accordance with IFRS:

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	2024	2023	2022
	$	$	$
Total Assets	2,137,420	1,841,700	2,026,482
Total Non-Current Financial Liabilities	105,975	507,435	466,092
Revenue	7,826,689	9,427,414	5,974,858
Net income (loss), attributable to:			
Shareholders	(889,804)	(412,887)	(970,115)
Non-controlling interests	64,082	337,776	(550,537)
Total	(825,722)	(75,111)	(1,520,652)
Basic and diluted net loss per share	(0.004)	(0.002)	(0.005)
	Common Shares	**Common Shares**	**Common Shares**
Weighted average number of outstanding	240,756,663	226,932,279	213,226,774

For the three and six months ended March 31, 2025, the Corporation reported no discontinued operations and declared no cash dividends.

Summary of Quarterly Results

The quarterly financial information for the eight most recently ended quarters are as follows:

	Q2 March 31, 2025	Q1 December 31, 2024	Q4 September 30, 2024	Q3 June 30, 2024	Q2 March 31, 2024	Q1 December 31, 2023	Q4 September 30, 2023	Q3 June 30, 2023
		$	$	$	$	$	$	$
Net income (loss)	631,318	764,134	(1,022,735)	27,174	(56,613)	226,421	(12,005)	(275,771)
Earnings (loss) per share	0.003	0.001	(0.004)	0.000	0.000	0.001	-	(0.001)
Total Assets	3,156,946	2,886,231	2,137,420	2,835,066	2,765,974	3,251,536	1,841,700	1,928,613
Total Liabilities	3,216,302	3,772,435	3,902,228	3,704,169	3,662,251	4,197,110	3,107,816	3,272,645

All periods within the summary of quarterly results have been prepared in accordance with IFRS.

Variances in net loss by quarter is not cyclical or seasonal and reflect overall corporate activity and factors which do not recur each quarter, such as travel, due diligence, professional and regulatory fees.

Results of Operations for the three months ended March 31, 2025 and 2024

Overall for the three months ended March 31, 2025 and 2024 respectively the Corporation realized an income from operations of $381,438 and loss of $30,313 and net income and comprehensive income of $631,318 and net loss and comprehensive loss of $56,613, respectively.

Revenue

Revenue for the three months ended March 31, 2025 and 2024 respectively increased by $998,054 over the comparative period in 2024, from $2,025,251 to $3,023,305, an increase of 49.28% over 2024.

Expenses

The total expenses for the three months ended March 31, 2025 and 2024 respectively increased by $586,302 over the comparative period in 2024, from $2,055,564 to $2,641,866.

The increase in expenses is mostly attributabke to increases in salaries, management fees, trucking costs, bad debts and consulting fees totaling $721,291 partially offset by decerases in office, interest and bank charges, insurance, automotive and professional fees totaling $145,749. Product costs increased in connection with higher revenues.

Other Income

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During the three months ended March 31, 2025, the Company issued 12% of its 20% stake in the Class B special shares, investment value of $120 in Re-Eco Tech Electronic Conversions Ltd. for $250,000 in proceeds and recognized gain of $249,880 on disposition of control of subsidiary

Cash Flows

The following is a summary of cash flows for the three months ended March 31:

	Three Months Ended March 31,	
	2025	**2024**
	$	$
Cash provided by operating activities	103,917	135,522
Cash provided by investing activities	247,736	-
Cash used in financing activities	-	(231,389)
Increase (decrease) in cash	351,653	(95,867)

Liquidity

The Corporation had a cash balance at March 31, 2025 of $1,538,696 (September 30, 2024 – $828,177).

At March 31, 2025 the Corporation had a working capital deficit of $470,589 (September 30, 2024 – 2,405,544). In order to meet the Corporation's anticipated working capital requirements it will be required to attract additional funds through the issue of debt, equity or other business means to further the development of the Corporation's products and to provide sufficient working capital. The Corporation monitors its working capital position and makes changes or reductions in expenditures to help sustain sufficient liquidity to meet liabilities on a timely basis.

The Corporation regularly explores business opportunities as it seeks to expand its product offerings. Prior to acceptance, each opportunity goes through a due diligence process to ensure it meets the requirements of the Corporation. Potential growth opportunities may be advanced through joint business relationships with third parties including license arrangements, partnerships and joint ventures or may be internally financed through debt or equity issuances as appropriate in the circumstances.

As at March 31, 2025, the Corporation had notes payable of $1,685,724, convertible debentures payable of $355,000 and lease liability of right-of-use assets of $534,088.

Contractual Obligations

The Corporation is committed to building and vehicle lease payments as follows:

	Office and facilities
	$
2025	345,077
2026	128,924
2027	39,910
2028	26,980
2029	26,980
2030	4,503
	572,373

Capital Expenditures

At this time, the Corporation has no material commitments for future capital expenditures.

Off-balance Sheet Arrangements

The Corporation has no off-balance sheet arrangements.

Key Management Compensation

Key management includes the Corporation's Directors, the CEO, CFO and President.

	Six Months Ended March 31,	
	2025	**2024**
Consulting fees	$ 310,000	$ -

Financial Instruments

Financial instruments include cash, accounts receivable, accounts payable and accrued liabilities, and loans. Financial instruments are recognized initially at fair value. Subsequent to initial recognition, financial instruments are measured in one of the following categories: financial assets and financial liabilities measured at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets or other financial liabilities.

The carrying values of the financial assets and liabilities included in the statements of financial position are as follows:

As of March 31, 2025

	Total	Less than 1 year	1 - 5 years
	$	$	$
Accounts payable and accrued liabilities	596,777	596,777	-
Notes payable	1,685,724	1,685,724	-
Lease liabilities	534,088	423,745	110,343
Convertible debentures	355,000	-	355,000
	3,171,588	2,706,246	465,343

As of September 30, 2024

	Total	Less than 1 year	1 - 5 years
	$	$	$
Accounts payable and accrued liabilities	1,039,158	1,039,158	-
Notes payable	1,671,214	1,671,214	-
Lease liabilities	734,823	628,848	105,975
Convertible debentures	355,000	-	355,000
	3,800,195	3,339,220	460,975

The carrying value of cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities approximate their fair value due to the relatively short period to maturity of the instruments. Cash and cash equivalents are classified as level 1, which means fair value measurement are those derived from quoted prices in active markets. The carrying value of the loans and borrowings approximates their fair value due to the relatively short period to maturity of the instruments.

Shareholders' Equity

Authorized

The authorized share capital of the Corporation consists of an unlimited number of common shares without nominal or par value, 50,000,000 non-voting preferred shares (issuable in series, the rights, privileges, restrictions and conditions attached to the preferred shares are to be determined by the Directors of the Corporation at time of issuance) and an unlimited number of special non-voting shares. There are no preferred shares and no non-voting special shares issued or outstanding as at March 31, 2025.

The number of issued and outstanding common shares as at March 31, 2025 and September 30, 2024 was 259,653,923 and 244,153,923, respectively.

As of March 31, 2025 and September 30, 2024, the Company had 5,101,510 common shares to be issued. In connection with this, the Company will also issue in aggregate 5,101,510 warrants at an exercise price of $0.10 per warrant share for a period of eighteen months.

As at March 31, 2025 the Corporation had 4,800,000 options outstanding at an exercise prices of $0.05 and a weighted average remaining contractual life of 1.09 years.

As at March 31, 2025, the Corporation had no warrants outstanding.

Contributed surplus totaled $1,389,472 at March 31, 2025. The balance is comprised mainly of the cumulative stock-based compensation expense.

Application of new and revised International Financial Reporting Standards

The standards issued and adopted by the Company in the current year's financial statements are listed below.

IFRS 9 - Financial Instruments

On October 1, 2019, the Company adopted the new rules under IFRS 9 - Financial Instruments which includes a principle-based approach for the classification and measurement of financial assets and a forward-looking 'expected credit loss' model. The standard was adopted retrospectively. The comparative financial statements have not been restated as the adoption had no impact on amounts previously recognized in the statements of comprehensive income and financial position.

The following table outlines the classification of financial instruments under the previous standard and the new classification under IFRS 9.

Financial asset / liability	Previous classification (IAS 39)	New classification under IFRS 9
Cash	Fair value through profit and loss	Amortized cost
Accounts receivable	Loans and receivables	Amortized cost
Notes receivable	Loans and receivables	Amortized cost
Loans receivable	Loans and receivables	Amortized cost
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost
Notes payable	Other financial liabilities	Amortized cost
Loans payable	Other financial liabilities	Amortized cost
Obligations under capital lease	Other financial liabilities	Amortized cost
Mortgage loan	Other financial liabilities	Amortized cost
Convertible debentures payable	Other financial liabilities	Amortized cost

IFRS 15 Revenue from contracts with customers

On October 1, 2019 the Corporation adopted the new rules under IFRS 15 Revenue from contracts with customers. Under the new standard revenue is recognized from the perspective of when a transfer of control to the customer is complete. Adoption of the standard had no impact on amounts previously recognized in the statements of net and comprehensive income and financial position.

At the date of authorization of these financial statements, the International Accounting Standards Board ("IASB") and International Financial Reporting Interpretations Committee ("IFRIC") has issued the following new and revised standards, amendments and interpretations which are not yet effective during the year ended September 30, 2021.

IFRS 16 - Leases

Effective October 1, 2019, the Corporation adopted IFRS 16 Leases which replaces IAS 17 Leases and requires the recognition of most leases on the statement of financial position. IFRS 16 effectively removes the classification of leases as either financing or operating leases and treats all leases as finance leases for lessees, with practical expedients for short-term leases where the lease term is twelve months or less and for leases of low value items. The accounting treatment for lessors remains essentially unchanged, with the requirement to classify leases as either financing or operating.

Transition:

The Corporation adopted IFRS 16 using the modified retrospective approach by adjusting the opening deficit with no restatement of comparative figures. As such, comparative information continues to be reported under IAS 17 and related interpretations.

For the building lease, the right-of-use asset was measured at its carrying amount as if IFRS 16 had been applied since the commencement date, discounted using either the lease agreement's implicit rate or the Corporation's incremental rate, as applicable. Deferred rent liability, which was required under the previous lease standard, is not required under IFRS 16.

Upon transition, the Corporation did not recognize right-of-use assets for low value leases or leases that have a term of twelve months or less.

The impact of adopting IFRS 16 is disclosed in the Corporation's audited consolidated statement of financial position at September 2020.

Capital Management

The Corporation's objectives when managing capital is to safeguard its ability to continue as a going concern, provide adequate working capital and maintain cash on hand. The Corporation defines capital as the Corporation's shareholders' equity and loans and borrowings. At March 31, 2025 shareholders' deficit was $59,356 (September 30, 2024 - $1,764,808) and loans and borrowings were $2,619,524 (September 30, 2024 - $2,805,750). The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Corporation may purchase shares for cancellation pursuant to normal course issuer bids, issue new shares or obtain debt financing. The Corporation is not currently subject to any externally imposed capital requirements.

Management anticipates that, based on the amount required to fund expenses associated with the execution of the Corporation's current business plan, taking into account the present working capital and the Corporation's projected level of future income, the Corporation is expected to require an injection of capital through debt or equity financing to meet its normal operating requirements for the next 12 months. Additional capital requirements are dependent on the extent of future revenues and expenses related to product development, manufacturing, sales and promotion and in consideration of results of the evaluation of other business growth opportunities and associated capital requirements. Additional liquid capital may be sourced from the issuance of share capital, debt financing or from potential government funding in support of development of export markets.

Financial Risk Management

The Corporation's risk exposures and the impact on the Corporation's financial instruments are summarized as follows:

Fair Value

The fair value of cash, accounts receivable, notes receivable, accounts payable and accrued liabilities approximate their carrying value due to the relatively short period to maturity of the instruments. The fair value of loans payable, notes payable and mortgage payable approximate their carrying value as the interest rates are consistent with the current market rates.

Financial risk management

The Corporation's risk exposures and the impact on the Corporation's financial instruments are summarized as follows:

Credit risk

Credit risk is the risk of financial loss to the Corporation if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Corporation's trade receivables.

The aging of accounts receivable and allowance for doubtful accounts are as follows:

As at	March 31, 2025	September 30, 2024
	$	$
Current	387,927	284,874
0-90 days	125,451	70,170
More than 90 days past due	230,833	129,114
Total accounts receivable	744,211	484,158
Allowance for doubtful accounts	(24,967)	(24,967)
Total accounts receivable, net of allowance	719,244	459,191

The Corporation has $387,900 (September 30, 2024 – 247,653) of accounts receivable from four customers (September 30, 2024– four), which represents 54% (September 30, 2024 – 53.93%) of total accounts receivable.

Liquidity risk

Liquidity risk is the risk that the Corporation will encounter difficulty in meeting obligations associated with its financial liabilities. The Corporation's objective in managing liquidity risk is to maintain sufficient liquidity to meet liabilities when due by holding sufficient cash and cash equivalents to settle current liabilities and meet its anticipated working capital requirements. The Corporation had a cash balance at March 31, 2025 of $1,538,696 (September 30, 2024 – $828,177) and a working capital deficit of $470,589 (September 30, 2024 – $2,405,544).

In order to meet the Corporation's anticipated working capital requirements it will be required to attract additional funds through the issue of debt, equity or other business means to further the development of the Corporation's products and to provide sufficient working capital. The Corporation monitors its working capital position and makes changes or reductions in expenditures to help sustain sufficient liquidity to meet liabilities on a timely basis.

Market Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates. The Corporation is exposed to currency risk on its U.S. dollar denominated bank accounts. The Corporation does not use derivative instruments to reduce its exposure to foreign currency risk.

Outlook

Sparta Capital Ltd. ("Sparta" or the "Company") remains committed to advancing its strategic focus across three core verticals: environmental sustainability, health technology, and next-generation transportation. The Company's efforts are anchored in creating long-term shareholder value through innovation, operational efficiency, and targeted partnerships.

Environmental Division – ERS International. The Company's Environment Division, operated through its wholly owned subsidiary ERS International, is expected to continue its activities in proprietary e-waste recycling and processing technologies, offering sustainable solutions in the waste management sector.

Given the global shift toward circular economy practices and increasing regulatory emphasis on responsible electronics disposal, the Company believes ERS can play a meaningful role in this evolving space. Management is actively exploring strategic partnerships to support potential future initiatives and operational enhancements.

Health Division – MedReach and Strategic Partnership with Parametric Design Canada Inc.

The Company's Health Division, through MedReach, continues to develop healthcare technology solutions focused on remote diagnostics and autonomous medicine. A key project under development is the "Doc-in-a-Box" system, a Category 4 Software as a Medical Device (SaMD) platform that combines artificial intelligence (AI), machine learning (ML), and augmented reality (AR).

In collaboration with Parametric Design Canada Inc., a leader in industrial AR applications, the Company is integrating AR-enabled visors to support patient diagnostics, medication guidance, and physician interaction in underserved or remote regions.

Initial efforts are focused on refining the technology and exploring applications in rural and remote communities in Canada. Further development and regulatory review are ongoing, with potential for broader applications in additional healthcare settings.

GTransportation – Strategic Reorientation Post-Termination of TruckSuite™

Following the formal termination of the Software License Agreement with The Whann Group LLC on January 1, 2025, the Company has initiated a strategic reorientation of its transportation vertical under a new brand: GTransportation. While the TruckSuite™ initiative is no longer operational, Sparta is assessing opportunities within the mobility technology space.

The GTransportation vertical is focused on early-stage research and evaluation of partnerships, digital platforms, and logistics technologies aligned with the Company's sustainability mission. Strategic planning for this vertical is ongoing.