



## **GNCC CAPITAL, INC.**

### **DISCLOSURE OF MATERIAL STOCKHOLDING (IN EXCESS OF 5% OF OUTSTANDING SHARES OF COMMON STOCK)**

#### **REPORTING STOCKHOLDER:**

**STELAN REAL ESTATE MANAGEMENT, INC.**

**REPORTING DATE: JANUARY 13, 2014**

**STOCKHOLDER:**

STELAN REAL ESTATE MANAGEMENT, INC.

**CAPACITY:**

NON AFFILIATE

**NUMBER OF SHARES OF COMMON STOCK HELD AS AT JANUARY 13, 2014  
(REPORTING DATE):**

600,000,000

**PERCENTAGE HELD OF OUTSTANDING SHARES OF COMMON STOCK AS AT  
JANUARY 13, 2014, (REPORTING DATE):**

9.6%

**NUMBER OF OUTSTANDING SHARES OF COMMON STOCK OF ISSUER AS AT  
JANUARY 13, 2014 (REPORTING DATE):**

6,249,132,134

**ADDITIONS AND/OR DISPOSALS BY STOCKHOLDER SINCE LAST REPORTING  
DATE BY STOCKHOLDER:**

Last Reporting Date by this Stockholder: Not Applicable

**DISPOSAL OF SHARES OF COMMON STOCK BY STOCKHOLDER:**

Not Applicable

**ACQUISITION OF SHARES OF COMMON STOCK BY STOCKHOLDER:-**

The Stockholder acquired these shares of Common Stock on December 13, 2013 and effectively on January 13, 2014 through a partial conversion of a Convertible Loan Note dated May 3, 2010.

## **ISSUER NOTE TO THIS STOCKHOLDER DISCLOSURE:**

Under the OTC Markets Disclosure Rules, any shares of GNCC Capital, Inc. Common Stock, acquired and/or disposed of, by any Stockholder holding in excess of (or having an interest in excess of) 10% (Ten percent) of the outstanding shares of Common Stock, must be disclosed on a filing; and within 5 (five) days from any such acquisition and/or disposal.

As this Stockholder is not an Insider, Affiliate, Officer, Director or a Control Person(s), this Stockholder Disclosure is strictly voluntary and it is not a regulatory requirement.

GNCC Capital, Inc. is only in a position to report and disclose: Stock Issuances and “Off Market” Stock Transactions as reported by the Transfer Agent to the Company.

GNCC Capital, Inc. is obviously not in any position to know of; and to therefore report or disclose and/or publish any transactions conducted in the market by stockholders or by market participants; or to know of; and to therefore report or disclose and/or publish any transactions conducted by Clearing Firms and/or Individual Broker Dealers, either as Principals or on behalf of Clients.

This disclosure by the Stockholder is deemed to be in the interests of increased transparency and guidance to investors and to all of our stockholders.

### **REMOVAL OF RESTRICTIVE LEGEND UNDER REGULATION 144:**

The shares of Common Stock held by this stockholder on the Reporting Date, January 13, 2014 are restricted under Regulation 144.

The Stockholder will require an Independent Counsel Opinion Letter should they wish to (a) remove the restrictive legend on their shares of Common Stock and to (b) deposit these shares of Common Stock with a Broker Dealer and/or Clearing Firm.