

GNCC CAPITAL, INC.

DISCLOSURE OF MATERIAL STOCKHOLDING

THIS FILING ONLY REFERS TO THE NON VOTING SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK

CONVERSION

REPORTING STOCKHOLDER:

VULTURE EQUITY MANAGEMENT, INC.

EFFECTIVE DATE: **NOVEMBER 9, 2015**

STOCKHOLDER:

VULTURE EQUITY MANAGEMENT, INC.

CAPACITY:

NON AFFILIATE

NUMBER OF SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK HELD AS AT NOVEMBER 9, 2015:

579,814

PERCENTAGE INTEREST IN SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK AS AT NOVEMBER 9, 2015

8.41%

NUMBER OF OUTSTANDING SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK OF ISSUER AS AT NOVEMBER 9, 2015:

6,882,033

ADDITIONS AND/OR DISPOSALS BY STOCKHOLDER OF SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK SINCE LAST REPORTING DATE BY STOCKHOLDER:

ACQUISITION OF SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK BY STOCKHOLDER:-

The Stockholder acquired the amount of 714,814 shares of Series B Convertible Preferred Stock on July 25, 2014 in "off the market" transactions, as follows:-

1) The amount of 30,000 shares of Series B Convertible Stock from McIntyre & Bauman Group, LLC; and
2) The amount of 654,814 shares of Series B Convertible Stock from Middle Verde Development Co., LLC; and
3) The amount of 3,750 shares of Series B Convertible Stock from Copper Cliff Gold, Inc.; and
4) The amount of 3,750 shares of Series B Convertible Stock from McCracken Gold, Inc..; and
5) The amount of 3,750 shares of Series B Convertible Stock from Big John Gold Mines, LLC; and
6) The amount of 3,750 shares of Series B Convertible Stock from Mount Cruachan Mines, LLC; and

7) The amount of 3,750 shares of Series B Convertible Stock from Treasure King Mines, LLC; and
8) The amount of 3,750 shares of Series B Convertible Stock from United Oatman Gold Mines, LLC; and
9) The amount of 3,750 shares of Series B Convertible Stock from La Paz Gold Mines, LLC; and
10) The amount of 3,750 shares of Series B Convertible Stock from McIntryre Mines, LLC.

PARTIAL CONVERSION OF SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK BY STOCKHOLDER:-

The Stockholder converted the amount of 135,000 shares of Series B Convertible Preferred Stock on November 9, 2015 into an amount of 2,600,000,000 restricted shares of Common Stock.

VOTING RIGHTS OF SHARES OF SERIES B CONVERTIBLE PREFERRED STOCK:

NONE

ISSUER NOTE TO THIS STOCKHOLDER DISCLOSURE:

Under the OTC Markets Disclosure Rules, any shares of GNCC Capital, Inc. 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 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.