

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:

DIAMOND PEAK RESOURCE CORPORATION

EFFECTIVE DATE: **NOVEMBER 9, 2015**

STOCKHOLDER:

DIAMOND PEAK RESOURCE CORPORATION

CAPACITY:

NON AFFILIATE

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

3,014,359

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

48.14%

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

6,262,033* Post conversion of 520,000 on November 9, 2015.

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 650,000 shares of Series B Convertible Preferred Stock on June 17, 2014. The details of this acquisition are set out in an OTC Supplemental Information Filing dated June 17, 2014. These shares of Series B Convertible Preferred Stock were issued at a price of $1.00 each, Par Value, $0.00001.

The Stockholder acquired an additional 2,000,000 shares of Series B Convertible Preferred Stock on August 17, 2014. The details of this acquisition are set out in an OTC Supplemental Information Filing dated August 24, 2014. These shares of Series B Convertible Preferred Stock were issued at a price of $1.00 each, Par Value, $0.00001.

The Stockholder was issued an additional 164,028 of these shares of Series B Convertible Preferred Stock on November 17, 2014 in settlement of $164,028 arising from their cancellation of an amount of 1,640,277,616 shares of the Company's Common Stock at a price of $0.0001 each.

The Stockholder was issued an additional 330,331 shares of Series B Convertible Preferred Stock on August 10, 2015 and at a price of $1.00 (One dollar) each, Par Value $0.00001; to settle an amount of $330,331 due and payable as at June 30, 2015 in terms of loans advanced to the Company. This was in respect of a loan amount owed in the amount of $264,357 plus accrued interest at that date, in the amount of $35,974.

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

The Stockholder converted the amount of 130,000 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.