



GNCC CAPITAL, INC.

**GNCC CAPITAL, INC. COMPLETES ACQUISITION OF
BioCann Pharma S.A.S**

And

OTHER MATTERS

FEBRUARY 28, 2019

The Current Board of Directors of GNCC Capital, Inc.* (“GNCC” or “the Company”) confirm that all conditions precedent have been fulfilled by both parties and the Company has now completed upon the acquisition of BioCann Pharma S.A.S. (BioCann”).

*The Current Directors depart the GNCC Board of Directors on or before March 31, 2019 (close of the Transition Period).

The Company will now complete upon certain filings in the State of WY and issue the restricted shares of Common Stock and the shares of Series M Convertible Preferred Stock to the BioCann Vendors. This naturally being subject to the Net Revenue Warranties set out in the Agreement and subject to an eighteen month restriction.

BioCann BOARD APPOINTMENT TO GNCC:

During next week, BioCann will be nominating 1 (one) Board Member to GNCC as set out in the Agreement.

INVESTOR RELATIONS:

Given that GNCC is now focused on the Cannabis Industry in the Republic of Colombia and Latin America; shareholders will need a “Cannabis professional” to interact with given that the Current Directors are not able to answer questions pertaining to technical and other details in respect of that industry. Given the sheer quantum of enquiries, it is not reasonable nor feasible for the Current Directors to continue to respond to our shareholders.

To that end, BioCann will be appointing a dedicated person to deal with Investor Relations and to interact with shareholders, investors, control GNCC Social Media, our web sites and to ensure that GNCC shareholders are briefed regularly and only upon Press Releases. BioCann is of the opinion that a dedicated and experienced professional will be better equipped to deal with shareholder concerns in respect of Internet Stock Chat Forums.

DATED: FEBRUARY 28, 2019

RONALD YADIN LOWENTHAL
GNCC CAPITAL, INC.
EXECUTIVE CHAIRMAN

NICOLAAS EDWARD BLOM
GNCC CAPITAL, INC.
PRESIDENT & CHIEF OPERATING OFFICER