



GNCC CAPITAL, INC.

SUPPLEMENTAL INFORMATION

MAY 20, 2013

ACQUISITION OF “WHITE HILLS” GOLD PROPERTIES IN ARIZONA:

On May 20, 2013, GNCC Capital, Inc. (“the Company”) reached an agreement to acquire the “White Hills” Gold Exploration Properties in Arizona (“White Hills”).

STRUCTURE OF THE TRANSACTION:

The Company is establishing a new wholly owned subsidiary Corporation, to hold “White Hills” (hereinafter referred to as “Subco”). Subco will be funded by the Company.

TERMS:

The Company has agreed as follows:

1. Subco will pay to the Vendors a Net Smelter Royalty of 4% (Four percent).
2. Subco will fund the immediate staking of an additional 82 (Eighty two) Lode Claims around the “White Hills” Claims.
3. Subco has undertaken to the Vendors of “White Hills”, to expend no less than an agreed upon amount per annum, on development and exploration, of “White Hills”.

PAYMENT:

The Company shall settle the purchase of “White Hills”, as follows:

The Company shall issue a total amount of unsecured Convertible Loan Notes to the Vendors of “White Hills” in the amount of \$6,000,000 (Six million dollars). These Notes will be issued on the Closing Date. They bear interest at the rate of 6% (Six percent) per annum. These Notes mature after 3 (Three) years from their date of issue.

The Company shall issue Payment in Kind Notes (“PIK Notes”) to the Vendors of “White Hills” in the amount of \$4,000,000 (Four million dollars), on the Closing Date. The PIK Notes bear interest at the rate of 8% (Eight percent) per annum.

The PIK Notes are secured by the shares of Subco Common Stock and over the Company’s Loan Account to Subco from time to time.

The Company has undertaken to create Convertible Preference Shares on or before October 1, 2013. The Convertible Preference Shares will bear interest at the rate of 6% (Six percent) per annum and are to be secured by the shares of Subco Common Stock and over the Company’s Loan Account to Subco from time to time. The Company will issue to the holders of the PIK Notes, these Convertible Preference Shares, on October 1, 2013 and the PIK Notes will be cancelled.

CONDITIONS PRECEDENT:

The Company has already secured:

1. The consent of the majority of its stockholders; and
2. The consent of the majority of the holders of its outstanding Convertible Loan Notes; and
3. The consent of the 8 (Eight) Holders of the various Lode and Placer Claims that comprise “White Hills”; and
4. The financing necessary to immediately and actively further develop “White Hills”; and
5. Restructured its outstanding shares of Common Stock (See Company’s Second Quarter Filing dated May 19, 2013 and filed on May 20, 2013); and
6. Restructured the Maturity Dates of all of its outstanding and existing Convertible Loan Notes (See Company’s Second Quarter Filing dated May 19, 2013 and filed on May 20, 2013); and
7. Implemented additional and more extensive Stock Trading & Restriction Agreements (See Company’s Second Quarter Filing dated May 19, 2013 and filed on May 20, 2013).

The Company has committed to:

- A. Pay for the cost of the staking of an additional 82 (Eighty two) Lode Claims adjoining various Claims in “White Hills”, and prior to the Closing Date; and
- B. Make certain other cash payments to the Vendors of “White Hills” and to pay for certain professional fees in respect of “White Hills”; and prior to the Closing Date; and
- C. Incorporate Subco and License Subco to conduct business in the State of Arizona; and prior to the Closing Date.

CLOSING DATE:

The Company and the Vendors of “White Hills” have agreed to a Closing Date of Monday June 17, 2013, at which time this agreement becomes of full force and effect.

Upon the Closing Date, the Company will file further Supplementary Information pertaining to this acquisition of “White Hills”, and more specifically, full details of all claims which comprise “White Hills”, the previous Assay and Drilling Program Results, the Final Acquisition Agreement, the Convertible Loan Note Agreements, the PIK Note Agreements and the Convertible Preference Shares.

Due to the commercially sensitive nature of the full details of the location of each of the claims that comprise “White Hills”, these details can only be made available publicly on the Closing Date as an additional 82 (Eighty two) Lode Claims are being staked around these existing claims, as part of the agreement to acquire “White Hills”.

DESCRIPTION OF “WHITE HILLS”:

The “White Hills” Gold Exploration Properties are primarily located about five miles south of the town of White Hills in Mohave County, Arizona. White Hills is the first town in Arizona south of the recently completed Hoover Dam Bypass, and is about 1 ½ hours’ drive from Las Vegas, Nevada, the closest major city. Highway 93, the major highway linking Las Vegas and Phoenix, Arizona, runs through White Hills. All necessary supplies and labor can be obtained from Las Vegas or from Kingman, Arizona, which is located about 40 miles to the south. The climate is high desert, with hot summers, occasional snow in the winter and very low precipitation.

White Hills was one of Arizona’s later boom towns, with the original discovery of silver made in 1892 as a result of rock samples found by Native Americans. Between 1892 and 1898, over \$12,000,000 of silver and gold was mined from the White Hills silver mines (close to \$1 Billion at 2013 commodity prices). Then the silver mines were closed due to flooding. A few years later, gold was found south of White Hills, and approximately 15,000 ounces of gold were mined from 1903 to 1907 from four separate mines, with an average grade of from 0.5 to 1.0 ounces gold per ton. With the financial Panic of 1907, most mining in the district ceased.

Of particular interest is the Hall Mine because of its record of production of high grade gold ore. The Hall Mine produced about 2,500 ounces of gold between 1903 and 1910 at grades averaging 1.0 ounce gold per ton. The mine was reopened during the 1930’s, when the increase of the official U.S. gold price to \$35 per ounce from \$20 per ounce stimulated gold mining during the Great Depression. Ore from the Hall Mine during this period was reported to run from 1.25 to 2.04 ounces gold per ton and 7 ounces silver per ton. The project vendor’s assay of grab samples from the remaining Hall Mine dumps has run as high as 2 ounces gold per ton.

“White Hills” will comprise 1,840 acres of staked mining claims on BLM lands and mineral rights. The land position covers the Hall Mine, as well as five (5) additional mines, three of which have past reported gold production. The working geological hypothesis of the two Major Mining Companies that did work here in the 1980’s was that the gold mineralization is related to a detachment fault that runs through the area. Since important gold mineralization has been encountered in the lower plate of pre-Cambrian gneiss, there is the potential that gold values may persist at depth. The agreement with the project vendors requires (and closing is subject to) the Company’s funding the location of 82 additional mining claims in the vicinity of the existing claims covering certain areas that appear to be prospective for detachment fault mineralization.

FINANCING OF THE DEVELOPMENT OF PROPERTIES AND MANAGEMENT COMMENT:

On May 6, 2013, the Company confirmed that it had secured the required funding commitment it required to complete upon its acquisition of “White Hills”.

The funding commitment is an initial facility of \$500,000 (Five hundred thousand dollars) required to fund three drilling programs on “White Hills”. These drilling programs will follow a previous drilling program which yielded Assay results which indicate that further drilling programs are warranted, following a full Geochemical Campaign.

Should the Assay results from these three additional drilling programs be as satisfactory as previously obtained, this Credit Facility will be substantially increased in order to expedite further and very extensive exploration on this Gold Property.

The Company’s projections and its target for the Assay results are an average of: 0.06 to 0.10 ounce per ton, for Gold. This meets Company Management’s requirements for low cost extraction, given the availability of Water, Power and an existing Infrastructure.

The Terms and Conditions of the Credit Facility:

- A) The Company has secured a Draw Down Credit Facility in an initial amount of \$500,000 (Five hundred thousand dollars); and
- B) The initial amount of the Credit Facility is unsecured; and
- C) The initial amount of the Credit Facility bears interest at the rate of 10% (Ten percent) per annum; and
- D) The Provider of this initial Credit Facility (“the Provider”) is charging an amount of 10% (Ten percent) of the total amount advanced under this Credit Facility, as a Fee; and
- E) Should the Assay Results from the three consecutive drilling programs be within target (0.06 to 0.10 ounce per ton, for Gold) (“the Target”), the Provider agrees to extend this Credit Facility by an additional \$2,000,000 (Two million dollars) upon terms to be agreed upon at that time; and

- F) Should the Provider (a) Agree to extend the Credit Facility by an additional \$2,000,000 (Two million dollars) or (b) Should the Assay Results from the three consecutive drilling programs not be within the target, then:
- (i) The amount advanced by the Provider (Including the 10% Fee and Accrued Interest) shall be converted into a Convertible Loan Note payable 1 (One) year from its date of issue; and
 - (ii) Shall be unsecured; and
 - (iii) Shall bear interest at the rate of (a) 6% (Six percent) per annum should the Assay Results from the three consecutive drilling programs is within target or (b) 20% (Twenty percent) per annum should the Assay Results from the three consecutive drilling programs not be within target.

NO INVOLVEMENT OF DIAMOND PEAK RESOURCE CORPORATION IN THIS ADDITIONAL CREDIT FACILITY:

The Company announced on February 16, 2013 that it had entered into a Line of Credit Agreement with Diamond Peak Resource Corporation ("Diamond Peak") in the amount of \$1,000,000 primarily for the immediate and accelerated development of the Company's Mining Exploration Properties.

The funding available to Company under this facility is not being utilized for this Gold Property under consideration for acquisition. See filing in respect of this transaction: <http://www.otcmarkets.com/financialReportViewer?symbol=GNCP&id=99991>

NON DISCLOSURE AGREEMENT:

The Company is bound by a Non-Disclosure Agreement with the Vendors of "White Hills". Therefore, certain sensitive information has been omitted from this filing, and marked accordingly.

ASSAY RESULTS FROM LAST DRILL PROGRAM AT "WHITE HILLS":

It is recorded that the last Drilling Program on this Gold Property was executed in February, 2009. The Company is bound by a Non-Disclosure Agreement with the Vendors of this Gold Exploration Property. Therefore, certain sensitive information has been omitted from this filing, and marked accordingly.

Under this Agreement, the Company is not permitted to publish the detailed Assay Results from the last drilling program at "White Hills".

ASSAY RESULTS AND REPORTS DELETED DUE TO NON DISCLOSURE AGREEMENTS.

Management Comment:

Based upon proven historical geological and drilling And Assay Results and data, Management is of the opinion that an additional extensive drilling and exploration campaign will yield considerably higher grades than detailed herein and considers this substantial investment to be justified.

It is recommended that new Drilling Contracts for 5,000 feet of reverse circulation (RC) drilling need to be solicited from the preferred drilling companies. This RC drilling will be at a dramatically lower cost per foot than the core drilling done for the last drilling campaign.

All five drill holes encountered gold mineralization. Two holes at the Property encountered especially encouraging gold intervals: GW-08-1, 110 feet to 115 feet, .070 ounces of gold per ton and GW-08-04, 105 feet to 110 feet, .041 ounces of gold per ton. Open pit gold mines in the Arizona / California / Nevada region have profitably mined gold that assayed as low as .02 ounces per ton, although establishment of the cut-off grade for mining at this Gold Property will need to await preparation of the feasibility study, which will require several more rounds of drilling.

The Company's Management has scrutinized the previous Geological Studies, the Assay Results from previous Drill Programs, and based upon that documentation and discussions with the former Management of "White Hills", has ascertained that "White Hills" is a gold bearing system. Furthermore, the potential gold ore is in the zones predicted by the geologists, which means that we are gaining an understanding of the gold mineralization at what is at present. This is a big property, with dozens of mineralized outcrops, and we intend to drill in all of the right places for all of the right reasons.

The Company will need to establish a geochemical control grid at the property. Over 50 rock chip samples have been taken so far from numerous historic workings throughout the 4+ square mile property, in 2009, Management regards this as an initial step towards their requirements for a proper Geochemical Control Grid.. Upon completion of this work, the anomalous values for gold, silver and copper (a pathfinder element at this Gold Property will be mapped, contoured and used to select drill sites for the next drill campaigns).

The main targets for the next round of drilling will be in the vicinity of the low-angle ("DELETED DUE TO NDA) Detachment Fault, which is a sub-horizontal interface between the older Precambrian rocks and the younger overlying upper plate Tertiary volcanic rocks. This zone was mined at the ("DELETED DUE TO NDA") and hosted a majority of the ("DELETED DUE TO NDA") District's historic production of 15,000 ounces of gold.

This Credit Facility secured by the Company was conditional upon the Company completing upon its acquisition of this additional Gold Exploration Property by no later than June 30, 2013.

DATED: MAY 20, 2013

NICOLAAS EDWARD “TED” BLOM
GNCC CAPITAL, INC.
PRESIDENT & CHIEF EXECUTIVE OFFICER