



## **GNCC CAPITAL, INC.**

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

#### **REPORTING STOCKHOLDER:**

**CASTLEWOOD CAPITAL GROUP, S.A.**

**REPORTING DATE: OCTOBER 15, 2013**

**FILING DATE: OCTOBER 16, 2013**

**STOCKHOLDER:**

CASTLEWOOD CAPITAL GROUP, S.A.

**CAPACITY:**

NON AFFILIATE

**NUMBER OF SHARES OF COMMON STOCK HELD AS AT OCTOBER 15, 2013  
(REPORTING DATE):**

91,000,000

**NUMBER OF SHARES OF COMMON STOCK HELD AS AT OCTOBER 16, 2013  
(FILING DATE):**

91,000,000

**PERCENTAGE HELD OF OUTSTANDING SHARES OF COMMON STOCK AS AT  
OCTOBER 15, 2013 (REPORTING DATE):**

0.09587%

**PERCENTAGE HELD OF OUTSTANDING SHARES OF COMMON STOCK AS AT  
OCTOBER 16, 2013 (FILING DATE):**

0.09587%

**NUMBER OF OUTSTANDING SHARES OF COMMON STOCK OF ISSUER AS AT  
OCTOBER 15, 2013 (REPORTING DATE):**

949,132,134

**NUMBER OF OUTSTANDING SHARES OF COMMON STOCK OF ISSUER AS AT  
OCTOBER 16, 2013 (FILING DATE):**

949,132,134

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

Last Reporting Date by this Stockholder: NOT APPLICABLE

**ISSUANCE OF SHARES OF COMMON STOCK TO STOCKHOLDER:**

Stockholder consented to a partial conversion of a Convertible Loan Note dated May 3, 2010 and converted an amount of \$91,000 (Ninety one thousand dollars) into shares of restricted Common Stock of the Issuer, totaling 91,000,000 (Ninety one million) shares of restricted Common Stock on October 15, 2013.

**ISSUER NOTE IN RESPECT OF 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.