

ISSUER INITIAL DISCLOSURE STATEMENT

September 30, 2012

Grand Capital Ventures, Inc.
(a Nevada Corporation)

TRADING SYMBOL: CRWVD

CUSIP NUMBER: 38526T101

ISSUER'S EQUITY SECURITIES:

Voting Common Stock, \$0.001 par value

Issued and Outstanding Common Shares as of November 15, 2012: 50,100

TRANSFER AGENT:

**Pacific Stock Transfer Company
64045 South Spencer Street, Suite 403
Las Vegas, NV 89119
Tel: 702-361-3033
Fax: 702-433-1979**

GRAND CAPITAL VENTURES, INC.

November 15, 2012

Information required for compliance with the provisions of the OTC Markets, Inc., Guidelines for Providing Adequate Current Information (Version 10.1 1/31/12)

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. These risks, uncertainties and contingencies include, without limitation, the factors set forth under “Item 16. Management's Discussion and Analysis or Plan of Operation.” We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Disclosure Statement.

Part A General Company Information

Item 1. The exact name of the Issuer and its predecessor (if any).

The exact name of the Issuer is Grand Capital Ventures, Inc. We were originally incorporated in Nevada in on May 30, 1991 as Crowne Ventures, Inc. On March 14, 1995, Crowne Ventures Inc., a Utah corporation, was merged with and into the Company. On November 7, 2012 we changed our name to Grand Capital Ventures, Inc.

Other than listed above, the corporation has used no other names in the past five years.

Item 2. The address of its principal executive offices.

The address of the Company is:

600 South 3rd Street
Suite 101
Las Vegas, NV 89101

Attn: E. G. Marchi
The telephone number is (702) 340-7797
The investor relations' contact is: info@grandcapinc.com

Item 3. The jurisdiction(s) and date of the issuer's incorporation or organization.

Grand Capital Ventures, Inc, a Nevada corporation. Reference is made to Item 1 for additional information regarding its historical corporate status.

Part B Share Structure

Item 4. The exact title and class of each class of securities outstanding.

The corporation has authorized two classes of securities, a common stock and a preferred stock.

Grand Capital Ventures, Inc. - voting common stock
CUSIP- 38526T101
Trading Symbol – CRWVD

The preferred stock has no CUSIP Number and no trading symbol.

Item 5. Par or stated value and description of the security.

A. 1. The Par Value per share for each of the 900,000,000 shares of common stock authorized is \$0.001.

2. The Par Value per share of each of the 25,000,000 shares of preferred stock authorized is \$0.001

B. 1. Each share of the Company's common stock has one (1) vote. There are no exceptional dividend, voting or preemptive rights attached to it.

2. Of the Twenty-five Million (25,000,000) authorized shares of preferred stock, the following Series have been designated and have shares outstanding:

Series A Preferred Stock

The Company has Five Million (5,000,000) shares of Series A preferred stock currently issued and outstanding. These preferred shares can be converted on demand for shares of common stock on a 1-for-1 basis.

The Series A preferred stock is voted on an-as-converted basis times One Hundred (100).

3. No other material rights exist for holders of either common or preferred stock.
4. There are no provisions in the Company's corporate charter or by-laws that would delay, defer or prevent a change in control of the Company.

Item 6. The number of shares or total amount of the securities outstanding for each class of securities authorized.

- i. **Period and date.**
- ii. **Number of shares authorized.**
- iii. **Number of shares outstanding.**
- iv. **Freely tradable shares (public float).**
- v. **Total number of shareholders of record.**

1. As of the end of the issuer's most recent fiscal quarter.

As of the period ended September 30, 2012, the Company had common shares outstanding as follows:

900,000,000 shares authorized.

500,017,155 common shares issued and outstanding (50,100 post-split as of 11/07/12)

300,003,283 freely tradable shares. (30,100 post-split as of 11/07/12)

There were a total of 202 of shareholders of record.

As of the period ended September 30, 2012, the Company had Series A Preferred shares outstanding as follows:

5,000,000 shares authorized.

-0- issued and outstanding.

-0- freely tradable shares.

There was 0 shareholder of record.

2. As of the end of the issuer's most recent fiscal year end.

As of the period ended December 31, 2011 the Company had common shares outstanding as follows:

500,000,000 shares authorized.

447,017,155 common shares issued and outstanding.

300,003,823 freely tradable shares.

There were a total of 200 of shareholders of record.

No Preferred Shares were designated.

3. As of the end of the Issuer's fiscal prior fiscal year.

As of the period ended December 31, 2010, the Company had common shares outstanding as follows:

500,000,000 shares authorized.

17,155 shares issued and outstanding.

Freely tradable share are unknown

There were a total of 50 shareholders of record.

No Preferred Shares were designated.

Part C Business Information

Item 7. The name and address of the transfer agent.

Pacific Stock Transfer Company
4045 South Spencer Street
Suite 403
Las Vegas, V 89119
Tel: 702-361-3033

Fax: 702-433-1979

This transfer agent is registered under the Exchange Act. The regulatory authority of this transfer agent is the Securities and Exchange Commission.

Item 8. The nature of the issuer's business.

A. Business Development

1. The form of the organization of the issuer;

Grand Capital Ventures, Inc., is a Nevada corporation.

2. The year the issuer (or any predecessor) was organized;

The issuer was organized on May, 30, 1991 in the State of Nevada under the name Crowne Ventures, Inc.

3. The Issuer's fiscal year end date;

The issuer's fiscal year end date is December 31.

4. Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership, or any similar proceeding;

The issuer and/or any predecessor have not been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;

The issuer has not effectuated a reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business, except as follows:

On March 14, 1995, Crowne Ventures, Inc., a Utah corporation, merged with and into the Company.

6. Any default of the terms of any note, loan, lease, or other indebtedness or other indebtedness or financing arrangement requiring the issuer to make payments.

None.

7. Any change of control;

During the 3rd Quarter of 2011, the Company issued 447,000,000 shares to various third parties upon conversion of debt by the respective noteholders.

8. Any increase in 10% or more of the same class of outstanding equity securities;

See Item 7, above.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

On September 9, 2009, the Company effectuated a 1-for-2,000 reverse split of its common stock. On November 7, 2012, the Company effectuated a 1-for-10,000 reverse split of its common stock and changed its name to Grand Capital Ventures, Inc.

At the present time, the Company does not anticipate that it will effectuate a future stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization.

10. Any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board;

The issuer's securities have not been delisted by any securities exchange or NASDAQ.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition or operations. There are also no current, past or pending trading suspensions by a securities regulator.

B. Business of the Issuer

The Company is an independent exploration company with a primary focus on acquiring, developing and participating in semi-precious minerals/metals properties. Our philosophy in regards to acquisition of any properties or joint-venture deals has historically and continues to be operating the properties ourselves unless we can team with a quality partner.

1. The issuer's primary and secondary SIC codes;

1000 – Metal Mining
1040 – Gold and Silver Ores

2. If the issuer has never conducted operations, is in the development stage or is currently conducting operations.

The issuer has maintained operations for a number of years and is currently in the exploration and development stage.

3. If the issuer is considered a "shell company" pursuant to Securities Act Rule 405.

The issuer is not now and never has been a "shell company".

4. The names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document.

Not applicable.

5. The effect of existing or probable governmental regulations on the business;

None.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and if applicable, the extent to which the cost of such activities are borne directly by customers;

None.

7. Costs and effects of compliance with environmental laws (federal, state and local);

None.

8. Total number of employees and number of full time employees;

The Company has no employees other than its President/CEO.

Item 9. The nature of products or services offered.

1. Principal products or services, and their markets;

Mining Metals, including gold and silver.

2. Distribution methods of the products or services;

The Company's distribution methods differ based upon the nature and location of the product.

3. Status of any publicly announced new product or service;

Not applicable.

4. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

Differs. Based upon discovery and economic conditions sales will vary.

5. Sources and availability of raw materials and the names of principal suppliers;

Confidential.

6. Dependence on one or a few major customers;

We do not depend upon one or a few major customers.

7. Patents, trademarks, licenses, franchises, concessions, royalty agreements, or labor contracts, including their duration;

Not applicable.

8. The need for government approval of principal products or services and the status of any requested government approvals.

Not applicable. Primary activities are in Mexico.

Item 10. The nature and extent of the issuer's facilities.

At present, our President/CEO provides us with office space at no cost to the Company. We believe that this arrangement is adequate and suitable for our current needs. However, when expansion of our business demands increased office space, there are considerable office facilities available in the greater Las Vegas area in which we are presently located.

Part D Management Structure and Financial Information

Item 11. The name of the chief executive officer, members of the board of directors, as well as control persons.

A. Officers and Directors and Control Persons. Provide the full names, business addresses, employment histories (for the past 5 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of November 14, 2012.

Executive Officers

<u>Name</u> ⁽¹⁾	<u>Position</u>	<u>Other Affiliations</u>	<u>Common Shares</u>	<u>Pref'd A Shares</u>
E. G. Marchi	President/Sec./CFO	None	-0-	5,000,000

Directors

<u>Name</u> ⁽¹⁾	<u>Position</u>	<u>Other Other</u>	<u>Common Shares</u>	<u>Pref'd A Shares</u>
E.G. Marchi	Director	None	-0-	5,000,000

Control Person (shareholders holding more than 5% of any class)

<u>Name</u>	<u>Shares</u>	<u>Class</u>	<u>Percentage Ownership</u>
Maree Holdings, Inc. 10300 W. Charleston Las Vegas, NV 89135	10,000	Common	19%
Dane Peterson 1701 Quail Street Newport Beach, CA 92660	10,000	Common	19%
E.G. Marchi ⁽¹⁾	5,000,000	Preferred A	100%

(1) The business address is: 600 South 3rd Street, Suite 101, Las Vegas, NV 89101

E. G. Marchi; President, Secretary, CFO and a Director

Mr. Marchi was appointed a Director of the Company on May 30, 2012 and then, on May 31, 2012, he was appointed as President, Secretary and Chief Financial Officer. Previously, he served as an officer and director of Global NuTech, Inc. (now known as Texas Gulf Energy, Inc.) having been elected a director on January 28, 2010, President on May 10, 2010 and Chief Financial Officer on April 11, 2011. He resigned all positions with Global NuTech, Inc. on September 5, 2011. Beginning in 2003, Mr. Marchi has been a consultant for a number of small, medium and start-up companies, assisting in developing business plans, market stratifying/planning and restructuring organizationally. Two of those companies, Fuel Technologies Plus, Inc. and H2XOP, Inc. were involved in the business of hydrogen generator enrichment systems for use in internal combustion engines. Early in his business career, Mr. Marchi spent 11 years in management with IBM Corporation which was followed by management positions with Greyhound Corporation, Control Information, Inc. and South Pacific Industries, Inc.

B. Legal/Disciplinary History. Identify whether any of the foregoing persons have in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

2. The entry of an order, judgment, or decree not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities;

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a

person's involvement in any type of business, securities, commodities, or banking activities

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None of the foregoing persons have been the subject of any order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Disclosure of Family Relationships. Describe any family relationships among and between the issuer's officers, directors, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of any class of the issuer's equity securities.

Not applicable.

D. Disclosure of Related Party Transactions. Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person who had or will have a direct or indirect material interest.

Not applicable.

E. Disclosure of Conflicts of Interest. The issuer is unaware of any conflicts of interest of any executive officer or director.

Item 12. Financial Information for the issuer's most recent fiscal period.

Reference is made to the the Financial Statements of the Company for the period ended September 30, 2012 which is being filed contemporaneously herewith.

Item 13. Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

Reference is made to the Financial Statements of the Issuer for the fiscal years ended December 31, 2011 and December 31, 2010 are being filed contemporaneously herewith.

Item 14. Beneficial Owners.

To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than five percent (5%) of any class of the issuer's equity securities.

SEE PART D, ITEM 11A, ABOVE.

To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the disclosure as to person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Information as to beneficial ownership by non-individuals:

Maree Holdings, Inc. 10300 W. Charleston Las Vegas, NV 89135	10,000 shares
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Registered Agent for Maree Holdings, Inc.

Michael E. Kulvin, Esq.
317 South 6th Street
2nd Floor
Las Vegas, NV 89101

Controlling Beneficial Owner of Maree Holdings, Inc.

Russel Glass
10300 W. Charleston
Las Vegas, NV 89135

Item 15. The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:

1. Investment Banker;

None

2. Promoters;

None

3. Counsel;

Thomas Russell
Attorney at Law
3700 Campus Drive
Suite 204
Newport Beach, CA 92660
949-743-0161

4. Accountants or Auditor, clearly describe if an outside accountant provides audit or review services;

A. State the work done by the outside accountant.

B. Describe the responsibilities of the accountant and the responsibilities of management.

Steven J. Corso, CPA
572 Shasta Drive
Encinitas, CA 92924
(310) 488-7019

Mr. Corso assisted in the preparation of the Company's unaudited financial statements for the fiscal year ended December 30, 2012 and the Nine (9) months ended September 30, 2012. Mr. Corso is licensed pursuant to applicable state law and provides review services as requested by the Board of Directors.

5. Public Relations Consultant(s);

None

6. Investor Relations Consultant;

None

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation.

None

Item 16. Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation

Beginning in the 3rd quarter of the fiscal year ended December 31, 2011, the Company began exploratory mining operations on a leasehold interest of land located in the Tecuala Mineral District within the State of Nayarit, Mexico. While the initial results were very

encouraging and indicated a strong evidence of substantial ore at shallow depths, the Company was unable to secure financing for the continuation of operations and, ultimately, lost the leasehold interest.

With new management in place, the Company believes that it can now raise the funds necessary to pursue mining operations in the Tecuala Mineral District. It is presently negotiating for new leasehold interests on lands near its prior mining operations.

The Tecuala Mining District in the State of Nayarit, Mexico is considered to be a widely-mineralized area and has been identified as having a major deposit of gold and other minerals. The strategy of the Company is to finalize acquisition of additional properties and to mine and process gold and other minerals within the surface zones of those properties. Confining mining operations to the surface zones is a cost-effective approach to securing substantial amounts of ore by extracting it from crushed hard rock. The resulting ore will be stockpiled and transported for off-site processing into marketable gold bullion and other products.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Not applicable, as the Company did not have substantial operating revenues during the period ended September 30, 2012.

C. Off-Balance Sheet Arrangements.

Presently, the Company has no off-balance sheet arrangements.

Part E: Issuance History

Item 17. List of securities offerings and shares issued for services in the past two years.

During the past two years the Company has made no offering or sales of its securities. During the same time, the Company issued shares of restricted common stock for services, as follows: In October 2012, we issued 5,000,000 shares of the Company's Series A Preferred Stock to our President, E.G. Marchi, as compensation.

Part F: Exhibits

Item 18. Material Contracts.

None.

Item 19. Articles of Incorporation and Bylaws.

For Articles of Incorporation, reference is made to the filing being made contemporaneously herewith.

For Bylaws, reference is made to the filing being made contemporaneously herewith.

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Item 20. Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

None

Item 21. Certifications.

I, E. G. Marchi, President of Grand Capital Ventures, Inc., hereby certify that:

1. I have reviewed this Issuer Initial Disclosure Statement for Grand Capital Ventures, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as, and for, the periods presenting this Disclosure Statement.

Date: November 15, 2012

/s/ E. G. Marchi

E. G. Marchi, President