

Green Automotive Company Corporation (GACR.PK)

15851 Dallas Parkway, Suite 540
Addison, Texas 75001 USA
Tel: 972.770.5048 Fax: 972.770.5051
www.usaelectricauto.com

“We previously were a shell company, therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.”

Part A General Company Information

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

Green Automotive Company Corporation
Previously GANAS, Corp.
Previously Ultimate Sports Entertainment, Inc.
Previously Royal Acceptance Corporation

Issuer has provided additional information regarding its corporate name in Item III, below, which information and exhibits thereto are incorporated by reference herein.

Item II The address of the Issuer’s principal executive offices.

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15851 Dallas Parkway Suite 540 Addison, Texas 75001 USA
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Item III The jurisdiction(s) and date of the Issuer’s incorporation or organization.

Issuer incorporated in Delaware on November 15, 1996, as Royal Acceptance Corporation. A true and correct copy of the Certificate of Incorporation was posted as an attachment to the Issuer’s Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

On January 2, 1997, Issuer acquired Royal Finance Corporation, a New Jersey corporation, pursuant to a Certificate of Merger. A true and correct copy of the Certificate of Merger of Royal Finance Corporation into Royal Acceptance Corporation was posted as an attachment to the Issuer’s Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

On December 20, 2007, Issuer amended its Certificate of Incorporation and changed its name to Ultimate Sports Entertainment, Inc. A true and correct copy of the Certificate of Amendment of Certificate of Incorporation, filed with the Delaware Secretary of State, was posted as an attachment to the Issuer’s Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

On February 7, 2008, Issuer amended its Certificate of Incorporation and changed its name to GANAS, Corp. A true and correct copy of the Certificate of Amendment of Certificate of Incorporation, filed with the Delaware Secretary of State, was posted as an attachment to the Issuer’s Initial Company Information and Disclosure

- (iv) Freely tradable shares (public float); 10,018,760
- (v) Total number of beneficial shareholders; 443
- (vi) Total number of shareholders of record. 443

Common- Last Fiscal Quarter

- (i) Period end date; 09.30.10
- (ii) Number of shares authorized; 699,999,999
- (iii) Number of shares outstanding; 336,755,110
- (iv) Freely tradable shares (public float); 10,018,760
- (v) Total number of beneficial shareholders; 443
- (vi) Total number of shareholders of record. 443

Common - Last Fiscal Year (2009)

- (i) Period end date; 12.31.09
- (ii) Number of shares authorized; 699,999,999
- (iii) Number of shares outstanding; 239,367,042
- (iv) Freely tradable shares (public float); 3,600,000
- (v) Total number of beneficial shareholders; 156
- (vi) Total number of shareholders of record. 156

Preferred - Last Fiscal Quarter

- (i) Period end date; 09.30.10
- (ii) Number of shares authorized; 1
- (iii) Number of shares outstanding; 0
- (iv) Freely tradable shares (public float); 0
- (v) Total number of beneficial shareholders; 0
- (vi) Total number of shareholders of record. 0

Preferred - Last Fiscal Year (2010)

- (i) Period end date; 12.31.10
- (ii) Number of shares authorized; 1
- (iii) Number of shares outstanding; 0
- (iv) Freely tradable shares (public float); 0
- (v) Total number of beneficial shareholders; 0
- (vi) Total number of shareholders of record. 0

Preferred - Last Fiscal Year (2009)

- (i) Period end date; 12.31.09
- (ii) Number of shares authorized; 1
- (iii) Number of shares outstanding; 0
- (iv) Freely tradable shares (public float); 0
- (v) Total number of beneficial shareholders; 0
- (vi) Total number of shareholders of record. 0

Part C Business Information

Item VII The name and address of the transfer agent*.

Old Monmouth Stock Transfer Co, Inc
200 Memorial Parkway
Atlantic Heights, NJ 07716
732.872.2727
Registered under the Exchange Act?

Yes

Item VIII The nature of the issuer's business.

A. Business Development.

Issuer is a corporation organized under the laws of the State of Delaware, incorporated in 1996. The Issuer's fiscal year ends annually on December 31. The Issuer has never been in bankruptcy, receivership or any similar proceeding. As set forth more fully in Item III, above, which information and exhibits are incorporated herein, the Issuer completed a merger in 1997 and another in 2009.

Due to the many changes in the corporate structure, as outlined in Item III, above, and incorporated by reference herein, there have been several changes in control of the Issuer. Most notably, in November, 2009, the officers of GG, obtained control of the Issuer by virtue of Issuer's acquisition of that entity. Additionally, in November, 2009, the Issuer's shareholders appointed the current Board of Directors, who in turn pursuant to a Board of Directors meeting, appointed the current officers of Issuer.

Also as a result of the merger with GG, the members of that entity obtained ownership interests in the Issuer causing an increase of 10% or more of the same class of outstanding equity securities. The Company anticipates a potential reverse stock split in its future, but has not undertaken any efforts to date to effectuate such a change.

The Issuer's securities have never been delisted or deleted by any securities exchange or from the OTC Bulletin Board.

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 and any current, past or pending trading suspensions by a securities regulator.

The Issuer was formerly a shell company after it ceased operations and had been dormant for years. It maintained no bank accounts and its transfer agent fees were paid by third parties. In September, 2009, TBG purchased a majority of shares and negotiated the November, 2009, merger with GG. As set forth above, the officers of GG took over the day-to-day operations of the Issuer. In doing so, the Issuer initiated a business importing and distributing electric vehicles. On January 29, 2010, Issuer entered into an exclusive North American distributorship agreement with Zotye International. To reflect the material change in Issuer's business, Issuer effectuated its final name change in January, 2010.

B. Business of Issuer.

The Issuer's primary SIC Code is 5012 for automobiles. As set forth herein, and noticed on the face page of this Disclosure, Issuer at one time has been a "shell company." At this time, however, Issuer remains in the development stage as the Zotye vehicles clear customs and compliance with US law and the Issuer organizes and establishes its dealership network. There are existing governmental regulations on the business including, but not limited to, those enacted by the Environmental Protection Agency, the Department of Transportation as well as the various state agencies having jurisdiction over Issuer's products. The costs of compliance with US law, US federal regulation and state regulation is expected to be shared by the manufacturer and the Issuer. The Issuer expects its portion of these costs to be \$2million to \$3million prior to product launch.

Issuer currently has five (5) employees, including its management team, each of whom brings extensive experience and know-how to Issuer's business. Issuer has no parent, subsidiary, or affiliates. Over the past 2 years, Issuer, through its management team, spent considerable time researching and negotiating the contract with Zotye International. The Issuer does not expect its customers to bear those costs as it plans to provide the public with a safe, reliable, efficient, effective product at an affordable and competitive price.

Item IX The nature of products or services offered.

The Issuer plans to import and distribute energy efficient electric and other alternative powered vehicles to North America. The Issuer is working with global auto manufacturers to bring to market high quality full speed electric

and CNG (Compressed Natural Gas) Vehicles during 2011 and 2012 initially. The first vehicle will come to market in 2011 as a full speed all electric SUV and will be followed by a CNG powered minivan. The Issuer seeks to build and operate a national distribution network focused on advanced technology vehicles. The distribution network will operate in all 50 US States and provide high quality access to sales and service of the Company products for consumers and fleet customers alike. As set forth more fully above, Issuer has secured a contract with Zotye International to import and distribute its electric vehicles in North America. As such, Zotye International will be the Issuer's primary supplier. Issuer, however, continues to research and negotiate with various other vehicle manufacturers to import and/or distribute their vehicles in the United States.

The Company has enlisted numerous dealerships across North America and expects to expand upon that dealership network in the foreseeable future. Further, the Company's current plan is to place minimum sales requirements on each of its dealerships in order for that dealership to maintain its position with the Company. As such, the Company does not believe it is, or will be, dependent on any particular customer.

Investors must know that there is significant competition in the market. With demand and interest in alternatives to fossil fuels at an alltime high, numerous automobile manufacturers are researching and developing electric vehicles. The Company anticipates bringing the first fully electric Sport Utility Vehicle to market in the United States. The Company believes it will be highly competitive in the market based upon the quality, range, size, speed, and price of its electric vehicle as opposed to others in the industry. Further, the Company believes that the experience of its current management team in the industry will also allow the Company to remain competitive.

Issuer does not at this time own any patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, although those items will certainly be addressed as the Issuer begins to conduct operations.

As set forth more fully above, the Issuer faces significant governmental regulatory compliance issues before it can begin operations. The Issuer must get EPA/DOT approval before its products can be sold in the US. The Issuer expects the Zotye vehicle to obtain this approval, but investors must be aware there is significant risk of failing. Before the Zotye vehicle can sell more than 10,000 units, it must also pass federal crash testing and test at least 10 vehicles. Again, investors must know that there is significant risk involved. Issuer is confident, however, that its current management team has the experience and expertise to navigate these regulatory obstacles.

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

Issuer currently leases its executive office in Addison, Texas. The office is approximately 4,000 square feet in size and is located in the heart of Dallas' financial district. The lease will expire in April, 2011, unless renewed by Issuer.

Issuer intends to open an additional office in southern California as the Zotye vehicle is shipped from China through the Port of Long Beach. Additionally, the Issuer is contemplating the establishment of an office location in China, so as to establish a presence there and maintain its relationship with Zotye.

Issuer owns two (2) promotional Zotye electric vehicles as well as two (2) additional Zotye electric vehicles for demonstration and sales purposes.

It bears noting that Issuer's primary business activity is importing and distributing vehicles, not manufacturing them. As such, Issuer intends to hold inventory, but only after it is paid for by way of advance orders from its dealerships and/or customers.

Part D Management Structure and Financial Information

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

Officers and Directors.

The following persons constituted the Officers and Directors of the Issuer as of December 31, 2010, but subsequently resigned on January 5, 2011:

Chief Executive Officer and Chairman of the Board of Directors

1. Full name: Daniel J. Elliott
2. Business address: 15851 Dallas Parkway, Suite, 540, Addison, Texas 75001 USA
3. Employment history:
Microvast, Inc., Interim President and CEO, March, 2010-August, 2010
Phoenix MotorCars, Inc., CEO and Chairman of the Board, 2006-2009
Boshart Engineering, Inc., Vice President of Operations, 2004-2006
4. Board memberships and other affiliations: None
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 0

President:

1. Full name: Steve C. Aust:
2. Business address: 15851 Dallas Parkway, Suite 540, Addison, Texas 75001 USA
3. Employment history:
Steve Aust Consulting, Principal, 2005-2010
Fast Track Online Marketing, Principal and Director of Business Development, 2007-2009
4. Board memberships and other affiliations: None
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 2,500,000 shares restricted common stock.

Director of Distribution/Director:

1. Full name: Ben Reeder Rainwater:
2. Business address: 15851 Dallas Parkway, Suite 540, Addison, Texas 75001 USA
3. Employment history: StarPoint USA, Inc., Executive Vice President, COO, CEO, President, 2002-Present
4. Board memberships and other affiliations: StarPoint USA, Inc. - Board Member
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 0

Corporate Counsel/Director:

1. Full name: Thad H. Balkman:
2. Business address: 15851 Dallas Parkway, Suite 540, Addison, Texas 75001 USA
3. Employment history:
Thad Balkman LLC, Principal 2007-present
Phoenix Motorcars, General Counsel & VP External Relations 2007-2009
Oklahoma House of Representatives 2000-2006
4. Board memberships and other affiliations:
Oklahoma Bar Association – Member
National Conference of Commissioners on Uniform State Laws – Member
Boy Scouts of America Last Frontier Council – Member of Sooner District Executive Committee
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 0

The following persons were elected and duly appointed as Officers and Directors of the Issuer subsequent to the resignations of the individuals identified above:

President and Director.

1. Full name: Fred G. Luke (appointed January 11, 2011)
2. Business address: 1280 Bison, Suite B9-21, Newport Beach, CA 92660 USA
3. Employment history:
Mr. Luke has over forty (40) years of experience in providing operational and financial consulting services through Global Market Advisors Inc., an advisory firm who's predecessor was founded by Mr. Luke. Mr. Luke has assisted over 500 companies with entity formation and business planning, multi-national mergers and acquisitions, reverse mergers, corporate finance, debt

restructuring (workouts, settlements and debt-equity swaps), and arranging debt and equity financing. Since 1970 Mr. Luke has provided consulting and management services, and served as a Director, Chairman, Chief Accounting Officer, President and CEO of over 100 public companies. Mr. Luke has lived and worked in Asia, Europe, Canada, and North Africa. Mr. Luke's clients have been active in various business segments, domestic banking, the creation of domestic and foreign tax shelters, telecommunications, commercial airlines, real estate, domestic film financing, clothing and food manufacturing, casino gaming and hotel operations, oil & gas exploration, oil & gas transportation and refining, alternative energy, equipment leasing, Network (Multi-level) Marketing, and international finance.

4. Board memberships and other affiliations:
Halberd Corporation- President, Secretary and Director
Global Marketing Advisors, Inc.- President
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 0

Secretary and Director.

1. Full name: Alan Mark Rothman (appointed January 24, 2011)
2. Business address: 895 Dove Street, Suite 300, Newport Beach, CA 92660 USA
3. Employment history:
Mr. Rothman has over thirty (30) years with his current California law practice.
4. Board memberships and other affiliations:
California Bar Association – Member
Nevada Bar Association – Member
Boutique Practice in Business Litigation, with engagement as speaker and Columnist
Formerly Host of Business of Success Nationally Syndicated Radio Show
5. Compensation by the issuer: Currently under negotiation.
6. Number and class of the issuer's securities beneficially owned: 0

- C. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

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

None.

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

None.

A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, 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; or

None.

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.

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

None.

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 had or will have a direct or indirect material interest. Disclose the following information regarding the transaction:

1. The name of the related person and the basis on which the person is related to the issuer;
2. The related person's interest in the transaction;
3. The approximate dollar value involved in the transaction (in the case of indebtedness, disclose the largest aggregate amount of principal outstanding during the time period for which disclosure is required, the amount thereof outstanding as of the latest practicable date, the amount of principal and interest paid during the time period for which disclosure is required, and the rate or amount of interest payable on the indebtedness);
4. The approximate dollar value of the related person's interest in the transaction; and
5. Any other information regarding the transaction or the related person in the context of the transaction that is material to investors in light of the circumstances of the particular transaction.

The Company signed various promissory notes to a shareholder of the Company totaling \$70,000. The notes were due March 8-15, 2010 and accrue interest at a rate of 12%. The notes were unsecured and were in default at September 30, 2010, but were settled during the fourth quarter of 2010.

The Company signed a promissory note to a shareholder of the Company for \$30,000. The note was due December 30, 2009 and accrues interest at a rate of 12%. The note was unsecured and in default at September 30, 2010, was settled during the fourth quarter of 2010.

Other advances were made in the fourth quarter of 2010 in the amount of \$279,560. These amounts were settled at December 31, 2010 and were treated as additional paid in capital as well as the \$100,000 in notes mentioned above.

Certain officers have advanced monies to the Company on an unsecured basis and non-interest bearing. Payment will be made out of cash flows once the Company begins operations. The advances have been offset against accruals to the officers of the Company.

The Company's current President is also the President of Global Market Advisors Inc., a management and financial consulting firm who was retained by former management of the Company in July 2010, but which stills provides its services under an Advisory Agreement dated effective May 1, 2010. The Company is currently behind in its payment of Advisory Fees to Global in the approximate amount of \$18,000 at December 31, 2010.

E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

None.

Item XII Financial information for the issuer's most recent fiscal period.

Issuer's fiscal year-end financial statements for the year ending December 31, 2010 have been posted on the OTC Disclosure and News Service concurrently herewith and are incorporated by reference herein.

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

The Company has posted each of its annual reports, including the most current annual reports for the years 2009 and 2010, through the OTC Disclosure and News Service. Each report is incorporated by reference herein.

Item XIV Beneficial Owners.

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.

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

Steve Wells- 31,391,000 shares
15851 Dallas Parkway, Suite 540
Addison, TX 75001

The Barclay Group- 22,800,000 shares
18208 Preston Road, Suite 9314
Dallas, TX 75252

David Sheedy- 14,512,022 shares
318 Singletree Lane
Highland Village, TE 75077

Item XV 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:

Investment Banker: The Barclay Group
18208 Preston Road, Suite 9314
Dallas, TX 75252
admin@thebarclaygroup.com

Promoters: None

Counsel: Robert A. Kasprzak, Esq.
1540 Barton Road, #403
Redlands, California 92373
rak@kaslaw.net
909-747-2396

Accountant: Fred V. Schiemann, CPA
Biz2Biz.Com
429 W. Plumb Lane
Reno, NV 89509
Tel: 775-324-2012 Ext. 11

Mr. Schiemann is an outside accountant who provides review services and assists in completing the Company's annual report as furnished by the Company's management, who prepares Issuer's financial statements.

Public Relations Consultant(s): None.

Investor Relations Consultant: First Market Services, Inc.
12660 Hillcrest Road #5105
Dallas Texas 75230
Tel: 214-556-6307

Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.

None.

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

A. Plan of Operation.

The Issuer is involved in earnest and ongoing discussions with Zotye Holding Group ("Zoyte") based in Yongkang City, Zhejiang, China. Zotye produces a range of highway speed vehicles powered by internal combustion engines, electric drive systems and by Compressed Natural Gas ("CNG"). The Issuer has the expertise, the experience and the proven capabilities to import, distribute and support Zotye brand vehicles across the U.S. market. Together, Zotye and the Issuer have agreed to cooperate on the distribution of Zotye brand transactions between Zotye, the Issuer and the Issuer's retail dealership network. Additionally, dealership staff (i.e., sales, service and parts) training will need to be developed as will numerous publications (i.e., Owner's Manuals, sales POS materials, showroom displays/materials, Service Manuals, Parts Catalogs, Policy & Procedure Manuals, etc.). Further, a vehicle roll-out plan will be developed by the Issuer followed by recruiting of independent retail dealerships in selected target markets. Also, the Issuer will establish a Master Parts Distribution Center to receive, store, manage and distribute parts to the U.S. market in support of each Zotye model launched here. Of course, the Issuer will need to hire a select group of qualified staff with expertise in each of the major/top priority areas of the vehicle distribution model to ensure the appropriate infrastructure is in place to properly support each of the Zotye models launched in the market. In support of this effort and prior to completion of the vehicle homologation process, the Issuer plans to raise capital to fund the necessary business activities to bring Zotye vehicles to market including the purchase of eight (8) to ten (10) Zotye models to be used for various testing processes, for market research, studies, for vehicle evaluation, etc.

Based on the business plan overview provided above, the Issuer fully recognizes its current cash resources are insufficient and, therefore, significant additional funds will need to be raised to continue the business as a going concern and to complete the activities planned by the Issuer per the business plan for the term. As outlined above, the Issuer will require funding to complete vehicle homologation during the term of the current plan along with making certain asset purchases related to the Issuer's planned Master Parts Distribution Center and the purchase of other services needed to produce vehicle support materials for the independent retail dealership network. Further, the Issuer will need to increase its current staffing level in an effort to develop, produce and implement the elements required to import, distribute and support the Zotye brand vehicles. Overall, the Issuer's reported financial information, for a significant portion of the term of the plan, will generally indicated a sizeable investment amount with virtually no off-setting income until the first Zotye vehicles are imported, staged at the POE(s) and released to the Insurer's independent retail dealership network for sale to U.S. consumers.

C. Off-Balance Sheet Arrangements.

None.

Part E Issuance History

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

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year.

The list shall include all offerings of securities, whether private or public, and shall indicate:

- (i) The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- (ii) Any jurisdictions where the offering was registered or qualified;
- (iii) The number of shares offered;
- (iv) The number of shares sold;
- (v) The price at which the shares were offered, and the amount actually paid to the issuer;
- (vi) The trading status of the shares; and
- (vii) Whether the certificates or other documents that evidence the shares contain a legend: (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The list shall also include all shares or any other securities or options to acquire such securities issued for services in the past two fiscal years and any interim periods, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than five percent (5%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

The Issuer prepared a list in response to this Item in connection with the posting of its Initial Disclosure Statement, attached thereto as Exhibit "5," which is incorporated by reference herein. The Company has not issued any additional securities since the period ending September 30, 2010 except (a) certain Convertible Promissory Notes issued pursuant to the Optional Advance Credit Agreement between the Company and one of the Company's shareholders.

Part F Exhibits

The following exhibits must be either described in or attached to the disclosure statement:

Item XVIII Material Contracts.

A. Every material contract, not made in the ordinary course of business that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. Also include the following contracts:

1) Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;

None.

2) Any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;

On August 21, 2009 the Company entered into a Memorandum of Understanding with a member of the Zotye Holding Group, a Chinese automotive manufacturer ("Zotye") which, on January 29, 2010, was reduced to a definitive Exclusive Agreement of Distribution and Service between the Company and Zotye International Automobile Trading Co., Ltd (the "Zotye Agreement"). On July 20, 2010 the Zotye Agreement was subsequently amended and restated between the Company and Yongkang Titan Imp. & Exp. Co., Ltd, then on December 21, 2010 the Zotye Agreement was further amended and restated between the Company and Zhejiang Titan Imp. & Exp. Co., Ltd.

On January 14, 2011 the Company and Zhejiang Titan Imp. & Exp. Co., Ltd entered into discussions regarding further modifications to the Zotye Agreement, and the parties enter into a Letter of Intent pursuant to which, among other things, the parties mutually agreed that the performance criteria contained in any and all agreements between the parties was to be tolled until a definitive agreement containing the revised terms and conditions being contemplated at the time by both the Company and Zhejiang Titan Imp. & Exp. Co.,Ltd, on behalf of Zotye. As of the date of this report the parties are still in negotiations as to further modification of the terms and conditions of the Zotye Agreement, however the Company and Zhejiang Titan Imp. & Exp. Co., Ltd have agreed to continue to toll the performance criteria and progress payments in consideration for the Company continuing to finance the homologation process of the all-electric Small Utility Vehicle. ("SUV")

The Company will be seeking additional capital to fulfill the requirements of the Zotye Agreement. Further, Issuer has entered into several dealership agreements with automobile dealers throughout North America. The terms of those dealership contracts vary as they are negotiated on a case by case basis, and subject in most cases to the Company completing the homologation process so that the electric vehicles anticipated to be sold to consumers through these dealership agreements once the vehicles have passed all Federal Motor Vehicle Safety Standards testing.

3) Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or

None.

4) Any material lease under which a part of the property described in the disclosure statement is held by the issuer.

The Issuer leases approximately 4,000 square feet of office space in Addison, Texas as Issuer's corporate headquarters. That lease will expire in April, 2011, unless renewed by Issuer.

B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.

None.

Item XIX Articles of Incorporation and Bylaws.

A. As set forth above in Item III, true and correct copies of the Issuer's articles of incorporation, and various amendments thereto, was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

In addition, a Certificate of Amendment of Certificate of Incorporation, filed with the Delaware Secretary of State on January 29, 1998, was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

Further, a Certificate of Amendment of Certificate of Incorporation, filed with the Delaware Secretary of State on December 27, 2007, was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

A Certificate of Amendment of Certificate of Incorporation, filed with the Delaware Secretary of State on February 8, 2008, was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

A Certificate of Correction, filed with the Delaware Secretary of State on February 14, 2008, was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

B. A true and correct copy of the Issuer's Bylaws was posted as an attachment to the Issuer's Initial Company Information and Disclosure Statement on November 26, 2010, and is incorporated by reference herein.

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

None.

Item XXI Issuer's Certifications.

The certification by the President, who also serves as the Issuer's chief financial officer, is attached hereto as Exhibit "A," and incorporated by reference herein.


I, Fred G. Luke, certify that:

1. I am the President and acting Chief Financial Officer of Green Automotive Company Corporation;
2. I have reviewed this Annual Disclosure Statement;
3. 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 were made, not misleading with respect to the period covered by this disclosure statement; and
4. 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 of, and for, the periods presented in this disclosure statement.

Dated:

5/6/2011

By:



Fred G. Luke
President