

## **RECONCILIATION OF OUTSTANDING SHARES OF COMMON STOCK**

**DATED: DECEMBER 5, 2011**

<b><u>Date</u></b>		<b><u>Number of Shares</u></b>
02/23/2010	Outstanding Shares (Restricted)	2,636,580
02/23/2010	Outstanding Shares (Free Trading)	<u>496,890</u>
	Sub Balance	<u>3,133,470</u>
05/03/2010	Stock Issuances – Silver Properties (Restricted)	97,000,000
04/30/2010	Stock Issuance – R Y Lowenthal (Restricted)	12,000,000
05/03/2010	Stock Issuance – Ester Basin Gold (Restricted)	21,000,000
09/02/2010	Stock Issuance – Clara Gold (Restricted)	30,000,000
09/29/2010	Stock Issuance – Burnt Well Gold (Restricted)	14,000,000
12/02/2010	Stock Issuance – Additional Kit Carson (Restricted)	14,000,000
09/29/2011	Stock Issuance – Ted Blom (Restricted)	<u>12,000,000</u>
	<b>TOTAL OUTSTANDING SHARES</b>	<b><u>203,133,470</u></b>

### **NOTES:-**

AUTHORIZED SHARES OF COMMON STOCK: 500,000,000

Number of shares of Common Stock in DTCC as at December 5, 2011: 4,454,339.

Number of Stockholders as at December 5, 2011: 63

Number of Free Trading Shares: 19,668,890. An amount of 15,214,551 of these are held on “On Book” by the Transfer Agent.

Total number of shares of Common Stock held by Transfer Agent “On Book”: 193,312,327

## **HOLDERS OF 5% OF MORE OF THE COMPANY'S SHARES OF COMMON STOCK**

Searchlight Exploration, LLC - 10,511,000 (5.17%)

Stelan Real Estate Management, Inc. - 14,252,000 (7.02%)

Highwave Management Corp. – 11,192,480 (5.51%) \* Subject to Stock Trading & Disposal Restriction Agreement

Streetside Holdings AG – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Insight Holdings, S.A. – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Emerald International Corporation – 11,192,480 (5.51%) \* Subject to Stock Trading & Disposal Restriction Agreement

Saffron Ventures GmbH – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Liberty Investment Services Ltd. – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Macy Ocean Enterprises, Inc. – 11,192,480 (5.51%) \* Subject to Stock Trading & Disposal Restriction Agreement

Neutral Bay Investments, S.A. – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Diamond Peak Resource Corporation – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Western Treasure Holdings Corp. – 12,591,540 (6.20%) \* Subject to Stock Trading & Disposal Restriction Agreement

Ronald Y Lowenthal (Executive Chairman) - 12,000,000 (5.91%) \*\* Subject to Stock Trading & Disposal Restriction Agreement and is an Insider.

Nicolaas Edward Blom (President & Chief executive Officer - 12,000,000 (5.91%) \*\* Subject to Stock Trading & Disposal Restriction Agreement and is an Insider.

## **STOCK TRADING & DISPOSAL RESTRICTION AGREEMENTS:**

These stockholders have entered into extensive stock trading restriction and disposal agreements with GNCC Capital, Inc. on the following terms and conditions:

These shares of the Corporation's Common Stock shall not be available to be assigned, pledged, sold, lent or in any way alienated for a period of 2 (two) years commencing from the date of their issue. These shares are restricted under Regulation 144 and shall be held "on book" by the Transfer Agent to the Corporation; for an on behalf of the Stockholder. The Stockholder shall not be permitted to request these shares of the Corporation's Common Stock, in certificated form, until the expiration of the 2 (two) years from the date of their issue to the Stockholder. Thereafter they are permitted to dispose no more than 5% (Five percent) of their shares of the Company's Common Stock every 3 (Three) months thereafter.

These Stock Trading & Disposal Restriction Agreements (on the terms and conditions outlined above) account for an amount of 145,718,220 shares of the Company's Common Stock, representing 71.74% of the Company's outstanding shares of Common Stock.

Copies of these Agreements are available for download from the "Material Agreements" section of this site.

## **SCHEDULE OF CONVERTIBLE LOAN NOTES**

**AS AT DECEMBER 5, 2011**

**NOTE: SEE MATERIAL EXTENSION TO DUE DATES OF THESE CONVERTIBLE LOAN NOTES**

<b><u>Loan Note Issued To</u></b>	<b><u>Amount</u></b>	<b><u>Due Date</u></b>
Settlement of Loan Account dated May 2, 2010 to Angel Vest, LLC	US\$ 47,460	05/02/2011
<b>SUB TOTAL</b>	<b><u>US\$47,460</u></b>	
Acquisition of Three Silver Properties dated May 3, 2010:		
Middle Verde Development Co., LLC	US\$ 390,567	05/03/2011
Searchlight Exploration, LLC	US\$ 390,567	05/03/2011
Stelan Real Estate Management, Inc.	US\$ 781,134	05/03/2011
Castlewood Capital Group, S.A.	US\$ 337,303	05/03/2011
Highwave Management Corp.	US\$ 449,739	05/03/2011
Streetside Holdings AG	US\$ 505,956	05/03/2011
Artco Capital Ltd.	US\$ 393,520	05/03/2011
Insight Holdings, S.A.	US\$ 505,956	05/03/2011
Emerald International Corporation	US\$ 449,739	05/03/2011
Saffron Ventures GmbH	US\$ 505,956	05/03/2011
Liberty Investment Services Ltd.	US\$ 505,956	05/03/2011
Macy Ocean Enterprises, Inc.	US\$ 449,739	05/03/2011
Neutral Bay Investments, S.A.	US\$ 505,956	05/03/2011
Diamond Peak Resource Corporation	US\$ 505,956	05/03/2011
Western Treasure Holdings Corp.	US\$ 505,956	05/03/2011
<b>SUB TOTAL</b>	<b><u>US\$7,184,000</u></b>	

Acquisition of Ester Basin Gold dated May 3, 2010:

Searchlight Exploration, LLC	US\$ 199,980	05/03/2011
Stelan Real Estate Management, Inc.	US\$ 199,980	05/03/2011
Castlewood Capital Group, S.A.	US\$ 96,002	05/03/2011
Highwave Management Corp.	US\$ 128,002	05/03/2011
Streetside Holdings AG	US\$ 144,004	05/03/2011
Artco Capital Ltd.	US\$ 112,003	05/03/2011
Insight Holdings, S.A.	US\$ 144,004	05/03/2011
Emerald International Corporation	US\$ 128,002	05/03/2011
Saffron Ventures GmbH	US\$ 144,004	05/03/2011
Liberty Investment Services Ltd.	US\$ 144,004	05/03/2011
Macy Ocean Enterprises, Inc.	US\$ 128,003	05/03/2011
Neutral Bay Investments, S.A.	US\$ 144,004	05/03/2011
Diamond Peak Resource Corporation	US\$ 144,004	05/03/2011
Western Treasure Holdings Corp.	US\$ 144,004	05/03/2011

**SUB TOTAL** **US\$2,000,000**

Acquisition of Clara Gold dated September 2, 2010:

Searchlight Exploration, LLC	US\$ 233,200	09/02/2011
Anaconda Exploration, LLC	US\$ 233,200	09/02/2011
Stelan Real Estate Management, Inc.	US\$ 233,200	09/02/2011
Castlewood Capital Group, S.A.	US\$ 198,024	09/02/2011
Highwave Management Corp.	US\$ 264,032	09/02/2011
Streetside Holdings AG	US\$ 297,036	09/02/2011
Artco Capital Ltd.	US\$ 231,028	09/02/2011
Insight Holdings, S.A.	US\$ 297,036	09/02/2011
Emerald International Corporation	US\$ 264,032	09/02/2011
Saffron Ventures GmbH	US\$ 297,036	09/02/2011
Liberty Investment Services Ltd.	US\$ 297,036	09/02/2011
Macy Ocean Enterprises, Inc.	US\$ 264,032	09/02/2011
Neutral Bay Investments, S.A.	US\$ 297,036	09/02/2011
Diamond Peak Resource Corporation	US\$ 297,036	09/02/2011
Western Treasure Holdings Corp.	US\$ 297,036	09/02/2011

**SUB TOTAL** **US\$4,000,000**

Acquisition of Burnt Well Gold dated September 29, 2010:

Searchlight Exploration, LLC	US\$ 89,500	09/29/2011
Anaconda Exploration, LLC	US\$ 89,500	09/29/2011
Stelan Real Estate Management, Inc.	US\$ 179,000	09/29/2011
Castlewood Capital Group, S.A.	US\$ 86,520	09/29/2011
Highwave Management Corp.	US\$ 115,369	09/29/2011
Streetside Holdings AG	US\$ 129,780	09/29/2011
Artco Capital Ltd.	US\$ 100,940	09/29/2011
Insight Holdings, S.A.	US\$ 129,780	09/29/2011
Emerald International Corporation	US\$ 115,351	09/29/2011
Saffron Ventures GmbH	US\$ 129,780	09/29/2011
Liberty Investment Services Ltd.	US\$ 129,780	09/29/2011
Macy Ocean Enterprises, Inc.	US\$ 115,360	09/29/2011
Neutral Bay Investments, S.A.	US\$ 129,780	09/29/2011
Diamond Peak Resource Corporation	US\$ 129,780	09/29/2011
Western Treasure Holdings Corp.	US\$ 129,780	09/29/2011

**SUB TOTAL** **US\$1,800,000**

Acquisition of additional Kit Carson Silver Properties dated December 2, 2010:

Searchlight Exploration, LLC	US\$ 89,500	12/02/2011
Middle Verde Development Co., LLC	US\$ 89,500	12/02/2011
Stelan Real Estate Management, Inc.	US\$ 179,000	12/02/2011
Castlewood Capital Group, S.A.	US\$ 86,520	12/02/2011
Highwave Management Corp.	US\$ 115,369	12/02/2011
Streetside Holdings AG	US\$ 129,780	12/02/2011
Artco Capital Ltd.	US\$ 100,940	12/02/2011
Insight Holdings, S.A.	US\$ 129,780	12/02/2011
Emerald International Corporation	US\$ 115,351	12/02/2011
Saffron Ventures GmbH	US\$ 129,780	12/02/2011
Liberty Investment Services Ltd.	US\$ 129,780	12/02/2011
Macy Ocean Enterprises, Inc.	US\$ 115,360	12/02/2011
Neutral Bay Investments, S.A.	US\$ 129,780	12/02/2011
Diamond Peak Resource Corporation	US\$ 129,780	12/02/2011
Western Treasure Holdings Corp.	US\$ 129,780	12/02/2011

**SUB TOTAL** **US\$1,800,000**

**TOTAL PRINCIPAL AMOUNT OF CONVERTIBLE NOTES: US\$16,831,460\***

\*Excludes Accrued Interest at a rate of 5% per annum. Angel Vest, LLC Note bears interest at a rate of 10% per annum.

EACH OF THESE CONVERTIBLE LOAN NOTE HOLDERS AGREED TO AN EXTENSION OF THE DUE DATE FOR AN ADDITIONAL THREE YEARS FROM THE DUE DATES AS REFLECTED IN THE ABOVE TABLE.

Copies of these Convertible Loan Note Agreements and the Amended Convertible Loan Note Agreements are available for download from the “Material Agreements” section of this site.