

Draft: 13 January 2021

**Octagonal PLC
(the “Company”)**

Results of the Annual General Meeting & Corporate Update

Further to the Shareholder Circular posted to Shareholders on 17 December 2020 seeking, amongst other matters, Shareholder approval to cancel the admission of the Company’s share capital to trading on AIM, the Company announced at the Annual General Meeting held today, all resolutions were passed.

In accordance with the COVID-related procedures for the Annual General Meeting, each resolution was taken on a poll with the results as set out below:

Resolutions approved:

1. To cancel the admission of the Company’s share capital to trading on AIM.
2. To re-register the Company as a private limited company with the name Octagonal Limited.
3. To adopt new articles of association of the Company appropriate for a private limited company.
4. To adopt the Company’s annual accounts for the year ended 31 March 2020.
5. To reappoint PKF Littlejohn LLP as the auditors of the Company.
6. To reappoint Nilesh Jagatia as a director of the Company who is required to retire by rotation in accordance with the Articles of Association of the Company.
7. To grant the directors authority to allot shares in the Company or grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of £100,000.
8. To authorise the directors to allot equity securities as though section 561(1) of the Companies Act 2006 does not apply to such allotment, for cash, up to an aggregate nominal amount of £100,000.
9. To authorise the Company to make one or more market purchases of ordinary shares in the Company, up to a maximum of 28,428,844 shares and a minimum price of 1p per share.

Results of the Annual General Meeting:

Resolution	For	Against	Discretion to Chairman	Withheld	Total votes	Result and % of votes
01	397,575,313	33,442,026	206	700,000	431,717,545	Pass with 92.1 % in favour
02	399,654,713	30,816,169	206	835,313	431,306,401	Pass with 92.7 % in favour
03	399,652,565	30,710,181	206	837,461	431,200,413	Pass with 92.7 % in favour
04	408,271,607	12,451,528	206	1,177,130	421,900,471	Pass with 96.8 % in favour
05	408,890,686	11,371,994	206	937,585	421,200,471	Pass with 97.1 % in favour
06	400,653,560	19,787,400	206	1,459,305	421,900,471	Pass with 95.0 % in favour

07	404,633,328	15,346,283	206	940,642	420,920,459	Pass with 96.1 % in favour
08	404,839,316	15,140,295	206	940,642	420,920,459	Pass with 96.2 % in favour
09	408,441,189	12,521,491	206	937,585	421,900,471	Pass with 96.8 % in favour

Cancellation of its Ordinary Shares trading on AIM

As the relevant resolutions were passed, the expected date of cancellation of the Company's share capital to trading on AIM is 21st January 2021. The Company's shares remain suspended.

Other matters

Separately, the Company's wholly owned subsidiary GIS (alongside the Company's Chairman, who is also a party to the complaint) continues to consult with its attorneys regarding the SEC complaint.

The Board commented:

"The Board would like to thank Shareholders for their overwhelming support. As previously stated, we intend to implement a matched bargain facility for trading in our shares post our re-registration as a private limited company and we will release more details of that in due course. The Company is optimistic about this new stage and about the new business initiatives that Global Investment Strategy UK Limited's management have already put in place."

This announcement contains inside information for the purposes of Article 7 of Regulation (EU) 596/2014.

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