# Octagonal PLC ("Octagonal" or the "Company)

#### Unaudited results for the six month period ended 30 September 2014

Octagonal Plc announces its interim results for the six months ended 30 September 2014.

#### Overview

Octagonal Plc has a strong balance sheet with no debt and current assets including cash as at 30 September 2014 amounting to £356,000.

This has been a period of considerable change for the Company. After significant work from the directors and its advisers, the Company has re-emerged as Octagonal Plc ("Octagonal") with a specific focus on acquiring interests in valuable project opportunities whereby returns can be achieved and with potential for growth. The board has raised approximately £1.5 million to strengthen the Company's balance sheet and provide funds that are to be invested in accordance with the Company's investing policy. The Company has made 2 new strategic investments.

On 1 October 2014, the Company announced it had substantially implemented its investing policy in accordance with Rule 15 of the AIM Rules for Companies.

On 7 November 2014, the Company announce that it had raised £500,000 through the subscription for 166,666,667 new ordinary shares of 0.05 pence each in the Company (the "Subscription Shares") at a price of 0.30 pence per Subscription Share by existing shareholders and new investors.

#### Investments

On 10 April 2014, the Company announced that it had completed the acquisition of a 9.97% interest in Global Investment Strategy UK Limited ("GIS") which is a London headquartered financial services company trading in the Global Markets, including equities, fixed income, commodities, currency and futures, using its proprietary online trading platforms and clearing and safe custody systems.

GIS's global settlement and safe custody clearing business alone transacts for over 300 global hedge funds and family wealth offices. GIS manage on average over 6,000 transactions per month with monthly settlement values exceeding £400 million on behalf of global institutional accounts. GIS is a London Stock Exchange member firm and is regulated by the FCA.

GIS offer a broad scope of settlement, custody, banking, broking and advisory services to professional, retail, corporate and eligible counterparty clients. GIS have over 100 counterparty relationships including most of the major local and international investments banks transacting in the UK. In addition to its core business of global settlement and custodial settlement services, GIS has an Investment Management Division, managing funds for both domestic and overseas clients on a discretionary basis.

On 30 September 2014, the Company announced that it had acquired, on-market, a 3.05% interest in Hume Capital plc, a boutique London Stockbroker admitted to trading on AIM.

On 1 October 2014, the Company announced it had invested approximately £60,000 in various quoted financial services businesses in accordance with the Company's stated investing policy.

#### **Directors**

On 5 June 2014, David Lenigas joined the board as a non-executive director and Dan Maling stepped down from the board. On 16 July 2014, Jason Berry joined the board as an executive director.

### Results for the period

During the period, the Group made a loss before taxation of £170,000 (6 months ended 30 September 2013: £38,000 loss; 12 months ended 31 March 2014: £188,000). There was a weighted loss per share of 0.02p (30 September 2013: loss per share 0.01p, 31 March 2014: loss per share 0.08p).

Current assets including cash at 30 September 2014 amounted to £356,000 (30 September 2013: £74,000; 31 March 2014: £1,337,000).

### Outlook

The Board is confident that the investments made by the Company are both encouraging and potentially rewarding. We will look to realise this potential over the future years in addition to continuing to review other investment opportunities.

We believe the Company is now well placed to move forward and to enhance future shareholder value.

The Board would like to take this opportunity to thank all our shareholders for their continued support.

### Donald Strang Chairman

16 December 2014

## For further information please contact:

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David Bick/Mark Longson

# Income Statement (Unaudited) for the six months ended 30 September 2014

	Notes	Six months ended 30 September 2014 (unaudited) £'000	Six months ended 30 September 2013 (unaudited) £'000	Year ended 31 March 2014 (audited) £'000
Turnover		-	-	-
Administration costs Loans to subsidiaries recovered Share based payment charge Total administrative costs		(120) - (50) (170)	(63) 25 - (38)	(133) 29 (84) (188)
Operating loss		(170)	(38)	(188)
Finance revenue		-	-	-
Loss before taxation	•	(170)	(38)	(188)
Taxation		-	-	-
Retained loss for the financial period		(170)	(38)	(188)
Loss per ordinary share Basic and diluted loss per share (pence)		(0.02)	(0.01)	(0.08)

There were no other comprehensive gains or losses, other than the retained losses for the financial periods.

# Statement of Financial Position (Unaudited) as at 30 September 2014

	As at 30 September 2014 (unaudited) £'000	As at 30 September 2013 (unaudited) £'000	As at 31 March 2014 (audited) £'000
ASSETS			
Non-current assets			
Available for sale investments	947	-	100
Total non-current assets	947	-	100
Current assets			
Trade and other receivables	264	36	24
Cash and cash equivalents	92	38	1,313
Total current assets	356	74	1,337
TOTAL ASSETS	1,303	74	1,437
LIABILITIES			
Current liabilities			
Trade and other payables	(12)	(186)	(136)
Total current liabilities	(12)	(186)	(136)
TOTAL LIABILITIES	(12)	(186)	(136)
NET ASSETS	1,291	(112)	1,301
Equity attributable to equity holders of the parent			
Share capital	692	309	640
Share premium	1,206	-	1,148
Share based payment reserve	39	-	84
Retained earnings	(646)	(421)	(571)
TOTAL EQUITY	1,291	(112)	1,301

# Statement of Changes In Equity (Unaudited) for the six months ended 30 September 2014

	Share capital	Share premium	Share Based Payment Reserve	Retained earnings	Total equity
	£'000	£′000	£'000	£'000	£'000
Balance at 31 March 2013	309	-	-	(383)	(74)
Transactions with owners					
Shares issued	-	-	-	-	-
Share issue costs	-	-	-	-	-
Total transactions with owners	-	-	-	-	-
Loss & total comprehensive income for the year	-	-	-	(38)	(38)
Balance at 30 September 2013	309	-	-	(421)	(112)
Balance at 31 March 2013	309	-		(383)	(74)
Transactions with owners					
Shares issued	331	1,160	-	-	1,491
Share issue costs	-	(12)	-	-	(12)
Share based payment charge	-	-	84	-	84
Total transactions with owners	331	1,148	84	-	1,563
Loss & total comprehensive income for the year	-	-	-	(188)	(188)
Balance at 31 March 2014	640	1,148	84	(571)	1,301
Balance at 31 March 2014	640	1,148	84	(571)	1,301
Transactions with owners					
Shares issued	52	79	-	-	131
Share issue costs	-	(21)	-	-	(21)
Share based payment charge	-	-	50	-	50
Share based payment charge	-	-	(95)	95	
Total transactions with owners	52	58	(45)	95	160
Loss & total comprehensive income for the year	-	-	-	(170)	(170)
Balance at 30 September 2014	692	1,206	39	(646)	1,291

# Statement of Cash Flows (Unaudited) for the six months ended 30 September 2014

	Six months	Six months	Year
	ended	ended	ended
	30 September	30 September	31 March
	2014	2013	2014
	(unaudited)	(unaudited)	(audited)
	£'000	£'000	£'000
Cash flows from operating activities			
Operating (loss)	(170)	(38)	(188)
(Increase) in trade and other receivables	(240)	(25)	(13)
(Decrease)/ increase in trade and other payable	(124)	65	(65)
Share based payment charge	50	-	84
Cash generated by operating activities	(484)	2	(182)
Cash flows from investing activities			
Finance revenue	-	-	-
Payments to acquire AFS assets	(847)		
Net cash outflow from investing activities	(847)	-	<u>-</u>
Cash flows from financing activities			
Proceeds from issuance of ordinary shares	131	-	1,471
Share issue costs	(21)	-	(12)
Net cash inflow from financing activities	110	-	1,459
Net increase in cash and cash equivalents	(1,221)	2	1,277
Cash and cash equivalents at beginning of period	1,313	36	36
Cash and cash equivalents at end of period	92	38	1,313

### Notes to the half-yearly results

### 1. Basis of preparation

As permitted IAS 34, 'Interim Financial Reporting' has not been applied to these half-yearly results. The financial information of the Company for the six months ended 30 September 2014 have been prepared in accordance with the recognition and measurement principles of International Financial Reporting Standards, International Accounting Standards and Interpretations (collectively "IFRS") issued by the International Accounting Standards Board ("IASB") as adopted by the European Union ("adopted IFRS") and are in accordance with IFRS as issued by the IASB. The condensed interim financial information has been prepared using the accounting policies which will be applied in the Company's statutory financial statements for the year ending 31 March 2014.

The financial information shown in this publication is unaudited and does not constitute statutory accounts as defined in Section 434 of the Companies Act 2006. The comparative figures for the financial year ended 31 March 2014 have been derived from the statutory accounts for 2014. The statutory accounts have been delivered to the Registrar of Companies. The auditors have reported on those accounts; their report was unqualified and did not contain statements under the section 498(2) or 498(3) of the Companies Act 2006.

### 2. (Loss) per share

The calculation of the basic and diluted (loss) per share is based upon

	Six months ended 30 September 2014	Six months ended 30 September 2013	Year ended 31 March 2014
(Loss) attributable to ordinary shareholders	<b>£'000</b> (170)	<b>£'000</b> (38)	<b>£'000</b> (188)
	Number	Number	Number
Weighted average number of ordinary shares for calculating basic loss per share	733,418,467	694,692,433	227,895,130
	Pence	Pence	Pence
Basic and diluted loss per share	(0.02)	(0.01)	(80.0)

Note: the EPS for the year ended 31 March 2014, has taken account of the Capital re-organisation which occurred on 25 November 2013.

# 3. Availability of the Interim Report

Copies of the report will be available from the Company's registered office and also from the Company's website www.octagonalplc.com