21 August 2018

Marechale Capital plc
("Marechale" or the "Company")

Consolidated Financial Statements for the year ended 30 April 2018

Marechale is pleased to announce its final results for the year ended 30 April 2018.

Chairman's Statement

Marechale Capital's revenues for the year of £675,000 (2017, 13 months, £1,047,000) are significantly down on last year resulting in a lower gross profit of £595,000 (2017 £779,000). The drop in revenues can be partially explained by a delay in closing a number of projects but is more a reflection of the wider market where investor appetite is subdued and transactions are generally taking longer to complete.

However, administrative expenses have also reduced to £611,000 (2017, 13 months, £845,000), which reflects necessary cost reductions. The net effect is an operating loss of £17,000 (2017: £66,000 loss).

Investments in two client companies have had to be written down resulting in losses of £118,500 (compared to gains of £65,000 in 2017). Equity investments and Warrants are valued at 'fair value', typically at a price that reflects their last funding round, and underlying movement in fair value is reflected through the Profit and Loss Account in accordance with IAS39.

The 12 month figures include a £59,600 write down (2017: £77,200 write down) in the valuation that we are attributing to the Company's 25% shareholding in Northfield UK Solar Limited ("Northfield"), which is explained in more detail below.

The net effect is a loss for the year before tax of £198,000 (2017 Loss of £78,000).

The balance sheet value has reduced during the year to £465,000 (2017 £761,000) which is more fully explained in the Statement of Changes in Equity.

The Company's investment in Northfield is accounted for using the 'Equity Method' as an Associated Company, with the cumulative write down reflecting potential project losses and which now represents the proportion of readily realisable assets, i.e. cash, that the Company's shareholding represents. As previously announced it has been a challenging time for Northfield owing to the changes in the renewable energy fiscal regime and the impracticalities at the present time of integrating new renewable schemes into the UK's traditional energy infrastructure. There is now just the one solar site for which planning permission has been granted, and it is unlikely that it will be possible to realise value for shareholders from this site.

The Company successfully completed a number of leisure deals for clients during the year, including the acquisition of the Burgh Island Hotel for a syndicate of investors. Funding has also been raised for existing clients including the Odexia Consumer Brand EIS Fund, the East Anglia based luxury inn group Chestnut Inns, and leading biogas operator Future Biogas. Growth capital funding was completed for national brewpub business Brewhouse & Kitchen, drinks brand Coldpress and the Norwegian distillery OHD. Additionally, the Company has conducted advisory work for a wide range of consumer brand, hospitality and renewable energy businesses. Further information is available on the Marechale website.

Since the year end the Company has been pleased to announce the sale of two of its investee renewable projects, both generating strong returns for its investor group. The first, Egmere and Grange Park anaerobic digestion plants operated by Future Biogas, sold to John Lang Environmental Assets Group generating a returns (including tax relief) of 2.0x and 2.2x respectively, and the second, the successful sale of West Country Renewables to Community Power Cornwall, generated a return of 2.0x (including tax relief) for its investors. Marechale was also pleased to have advised on the sale of The Inn Collection Group to Alchemy Partners which generated a multiple return for investors.

Despite these completed projects, it has been a disappointing financial year for the Company and the Board of Marechale Capital continue to consider its future strategy.

PP Mark Warde-Norbury
Chairman

Jeremy Stephenson
Director

21 August 2018

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Consolidated Income Statement
Year ended 30 April 2018

		Notes	Year ended 30-Apr 2018 (£)	13 Months to 30-Apr 2017 (£)
Continuing operations				
Revenue		3	674,756	1,046,895
Cost of sales			(79,721)	(267,511)
Gross profit			595,035	779,384
Administrative expenses		4	(611,813)	(845,473)
Operating (loss)			(16,778)	(66,089)
Finance (Expense)/Income			(21)	389
Other (losses)/gains			(118,500)	65,088
Net(loss)/Profit in respect of associate			(3,549)	112
(Provision for) project loss in associate			(59,600)	(77,200)
(Loss) before tax			(198,448)	(77,700)
Taxation			-	-
(Loss) for the year on continuing operations			(198,448)	(77,700)
(Loss) per share		5	**(Pence)**	**(Pence)**
Basic	- Continuing operations		(0.34)	(0.13)
	- Diluted		(0.34)	(0.11)

Consolidated Statement of Comprehensive Income

(Loss) for the year	(198,448)	(77,700)
Other comprehensive income		
Revaluation of investments	(12,500)	-
	(12,500)	-
Total recognised comprehensive income/ (loss) (all attributable to owners of the parent)	(210,948)	(77,700)

Consolidated Balance Sheet
Year ended 30 April 2018

	Notes	Year ended 30-Apr 2018 (£)	13 Months to 30-Apr 2017 (£)
Non current assets			
Investment in associate		14,038	77,187
Current assets			
Available for sale investments		174,619	165,839
Trading investments		78,388	196,888
Trade and other receivables		201,174	221,676
Cash and cash equivalents		118,340	302,375
		572,521	886,778
Total assets		586,558	963,966
Current liabilities			
Trade and other payables		(121,344)	(203,350)
Total current liabilities		(121,344)	(203,350)
Net assets		465,215	760,615
Equity			
Capital and reserves attributable to equity shareholders			
Share capital	6	461,449	2,474,308
Share premium account		-	1,247,379
Revaluation reserve		81,826	94,326
Reserve for own shares		(50,254)	(50,254)
Retained losses		(27,806)	(3,005,144)
		465,215	760,615

Statement of Changes in Equity
Year ended 30 April 2018

	Share capital (£)	Share premium (£)	Revaluation reserve (£)	Reserve for own shares (£)	Retained earnings (£)
Balance at 31 March 2016	**2,474,308**	**1,247,379**	**94,326**	**(50,254)**	**(2,968,154)**
Reserve for share based payments	-	-	-	-	40,710
Transactions with owners	-	-	-	-	34,670
Total comprehensive income					
Loss for the financial period	-	-	-	-	(77,700)
Revaluation during the financial period	-	-	-	-	-
Total comprehensive income	-	-	-	-	(77,700)
Balance at 30 April 2017	**2,474,308**	**1,247,379**	**94,326**	**(50,254)**	**(3,005,144)**
Capital reorganisation	(2,012,859)	(1,247,379)	-	-	3,260,238
Reserve for share based payments	-	-	-	-	(84,453)
Transactions with owners	(2,012,859)	(1,247,379)	-	-	3,175,786
Total comprehensive income					
Loss for the financial year	-	-	-	-	(198,448)
Revaluation during the financial year	-	-	(12,500)	-	-
Total comprehensive income	-	-	(12,500)	-	(198,448)
Balance at 30 April 2018	**461,449**	**-**	**81,826**	**(50,254)**	**(27,806)**

Consolidated Cash Flow Statement **Year ended 30 April 2018**	**Year ended** **30-Apr** **2018** **(£)**	**13 Months to** **31-Mar** **2017** **(£)**
Net cash from operating activities		
Loss before tax	(198,448)	(77,700)
(Reversal of)/provision for share based payments	(84,453)	40,710
Reverse unrealised losses/(gains) on trading investments	118,500	(65,088)
Reverse loss/(gain) in Associate Company	3,549	(112)
Reverse provision for losses in Associate Company	59,600	77,200
Reverse net interest expense/(income)	21	(389)
Operating cash flows before movements in working capital	(101,231)	(25,379)
Movement in working capital		
Decrease in receivables	20,502	296,901
Decrease in payables	(81,914)	(180,026)
Tax paid	(93)	-
	(61,504)	116,875
Operating cash flow	(162,735)	91,496
Investment activities		
Interest receivable	113	389
Expenditure on available for sale investments	(21,280)	-
Cash flow from investing activities	(21,167)	389
Financing		
Interest payable	134	-
Cash flow from financing activities	134	-
Net (decrease)/ increase in cash and cash equivalents	(184,036)	91,885
Cash and cash equivalents at start of the financial year	302,375	210,490
Cash and cash equivalents at end of the financial year	118,340	302,375
(Decrease)/ increase in cash and cash equivalents	(184,036)	91,885

Notes to the financial statements
Year ended 30 April 2018

1. General information

Marechale Capital plc is a company registered in England and Wales under the Companies Act 2006. The Group's principal activities are the provision of advice and broking services to companies. The financial statements are presented in pounds sterling, the currency of the primary economic environment in which the Group operates.

The Group's registered office and principal place of business is 46 New Broad Street, London, EC2M 1JH. The Company's registered number is 03515836.

2. Basis of preparation

a. Going concern
In establishing the applicability of the going concern basis, the Directors have made enquiries as to the financial resources of the Group. The Directors consider that the Group has adequate resources to continue operations for the foreseeable future and will therefore continue to adopt the going concern basis in the preparation of the financial statements. The Company does not benefit from reliable repetitive income, and instead relies on deal-driven transactions whose timing is very difficult to predict accurately. Whilst the Directors are confident that they will generate enough income on an annual basis in order to continue as a going concern, they have ‘alternative strategies’ in place with creditors, should the need arise to overcome any potential short-term cash flow shortage. The Directors are also confident that they could raise sufficient funds through the issue of further equity in the market should the need arise. Accordingly, the Directors have determined to prepare the Accounts on a Going Concern basis.

b. Basis of accounting
These financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRS') as adopted by the European Union, IFRS Interpretations Committee ('IFRS IC') interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared on the historical cost basis as modified by the valuation of certain financial instruments.

3. Business and geographical segments

The directors consider that there is only one activity undertaken by the Group, that of corporate finance advisory. All of this activity was undertaken in the United Kingdom.

	2018 (£)	2017 (£)
Broking commissions and fees earned from corporate finance	674,756	1,046,895

4. Administrative expenses

	2018 (£)	2017 (£)
Administrative expenses	671,266	724,764
Profit share	25,000	80,000
Share based payments	(84,453)	40,709
	611,813	845,473

5. Earnings per share

	Earnings (£)	Earnings (£)
Based on a (loss) of	(198,448)	(77,700)
	No. shares	**No. shares**
Weighted average number of Ordinary Shares in issue for the purpose of basic earnings per share	57,681,151	57,681,151
Weighted average number of Ordinary Shares in issue for the purpose of diluted earnings per share	57,681,151	69,073,178

6. Share capital

Shares	**Ordinary shares (number)**	**Deferred shares (number)**	**Issued share capital (£)**
Issued at 30 April 2017:			
Ordinary shares of 1p	57,681,151	-	576,812
Deferred shares of 1p	-	189,749,640	1,897,496
	57,681,151	189,749.640	2,474,308
Effect of Capital Reorganisation 28 June 2017:			
Reduction in nominal value/share of 0.2p	-	-	(115,363)
Cancellation of Deferred shares	-	(189,749,640)	(1,897,496)
Issued at 30 April 2018, Ordinary shares of 0.8p	57,681,151	-	461,449

Options (number/weighted average exercise price (‘WAEP’))

	Options (number)	**WAEP**
Outstanding at 1 April 2016	10,382,607	2.55p
Granted during the period	1,730,435	2.75p
Outstanding and exercisable at 30 April 2017	12,113,042	2.58p
Forfeited within the period	(12,113,042)	(2.58)p
Outstanding and exercisable at 30 April 2018	-	-

The options forfeited in 2018 generated a credit of £84,453 (2017: £40,709 cost).

7. Other matters and Market Abuse Regulation (MAR) Disclosure

The financial information for the year ended 30 April 2018 set out in this announcement does not constitute statutory financial statement, as defined in section 434 of the Companies Act 2006, but is based on the statutory financial statements for the year then ended. Those financial statements, upon which the auditors have issued an unqualified opinion, will be delivered to the Registrar of Companies.

Copies of the Company's full audited Annual Report and Financial Statements for the year ended 30 April 2018 will be sent to shareholders in due course and will be available on the Company's website: www.marechalecapital.com.

Certain information contained in this announcement would have been deemed inside information for the purposes of Article 7 of Regulation (EU) No 596/2014 until the release of this announcement.