



Octus Secures \$5 Million Reserve Equity Financing Facility

Davis, California (December 7, 2009) – Octus, Inc. (OTCBB: OCTI.OB), a leading smart energy efficiency company, today announced it has entered into a definitive agreement with AGS Capital Group, a New York-based value fund, to provide investment capital of up to \$5 million through a reserve equity financing facility.

“This financing facility will catalyze the near-term launch of the Octus Smart Energy Platform and three proprietary Octus products – Wickool, Octus SmartCenter, and Octus SmartPortal – in addition to providing working capital to strengthen our sales, engineering and management teams,” said Octus CEO Chris Soderquist.

“The structure provides Octus with an ability to quickly raise growth capital at a competitive cost,” explained AGS Managing Partner Allen Silberstein. “Given Octus’s tremendous growth potential and the exploding smart energy market opportunity, the financing facility could significantly drive Octus’s growth.”

Prior to forming AGS, Silberstein structured more than 120 PIPEs and direct investments at Visium Asset Management, L.P., a \$2.5 billion value fund. While at Visium, Silberstein worked closely with Dr. Ron Laufer, who headed the private equity group. Prior to structuring private placements at Visium, Silberstein was in the Equity Derivatives Group at Deutsche Bank.

In accordance with the agreement, Octus anticipates filing a Registration Statement on Form S-1 with the Securities Exchange Commission (“SEC”) for the resale of the shares offered in the reserve equity financing. This news release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of any of the securities referred to in this news release in any state in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state.

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About Octus

Octus, Inc. (OTCBB: OCTI.OB) develops and delivers smart, energy-efficient technologies. The company helps commercial and municipal building owners cut their energy bills 30-50% through energy-efficient lighting, cooling and energy management technologies and project financing. Solutions are delivered through the Octus Smart Energy Platform (OctusSEP), a comprehensive energy management system targeting a \$50 billion U.S. market. Commercialization of OctusSEP is propelled through affiliations with leading energy institutions, including the California Lighting Technology Center and the Western Cooling Efficiency Center.

Forward Looking Statements

This release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 that may be identified by the use of terminology such as "believe," "could," "estimate," "expect," "may," or comparable terminology. Any statements regarding Octus' business or other matters that are not historical facts may be considered "forward-looking statements." Such statements are only predictions and involve known and unknown risks and uncertainties, many beyond Octus' control. Some factors that could cause future results to differ from the results contemplated herein include: the ability to fund development and commercialization; successful filing of a Registration Statement with the SEC; customer demand; competitive products; and economic conditions. You should review risk factors and other disclosures in Octus' filings with the SEC, including the most recent annual report. Octus undertakes no obligation to update forward-looking statements to reflect the occurrence of unanticipated events or new information, events or circumstances after the date they were made.

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