UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2014

REGAL ONE CORPORATION
(Exact name of registrant as specified in its charter)

Florida	**814-00710**	**95-4158065**
(State of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

P.O. Box 25610	**85255-0110**
Scottsdale, AZ	(Zip Code)
(Address of principal executive offices)	

(Issuer's telephone number) **(310) 312-6888**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No []

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of accelerated filer, large accelerated filer and smaller reporting company in rule 12b-2 of the exchange act. (Check one.)
Large Accelerated filer [ ] Accelerated filer [ ]
Non Accelerated filer [X] Smaller Reporting Company [ ]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) Yes [] No [X]

Indicate the number of shares outstanding of each of the Issuer's classes of stock, as of the latest practical date.

As of November 14, 2014, there were 3,633,067 shares of common stock, no par value, and 100,000 shares of Series B convertible preferred stock, no par value, issued and outstanding. The outstanding Series B convertible preferred stock is convertible into an aggregate of 10,000,000 shares of common stock.

The outstanding Series B convertible preferred stock is currently convertible into an aggregate of 10,000,000 shares of common stock, but the Company is contemplating changes to the voting rights of the preferred stock to allow for 1 common share vote for each 100 preferred shares outstanding as of November 14, 2014, resulting to the equivalent of 100,000 common share votes.

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PART I. FINANCIAL INFORMATION

PART I FINANCIAL INFORMATION

REGAL ONE CORPORATION
BALANCE SHEETS

	September 30, 2014	December 31, 2013
ASSETS	(Unaudited)	
Investments:		
Investments in non-affiliated companies	$ 803,413	$ 958,040
Investments in non-affiliated companies pledged to secure note payable – officer	-	181,875
Total investments	803,413	1,139,915
Cash and cash equivalents	61,911	22,771
Total assets	$ 865,324	$ 1,162,686
LIABILITIES and NET ASSETS		
Accounts payable and accrued liabilities	$ 3,902	$ 15,800
Accounts payable – related parties	12,690	106,850
Note payable – officer	-	13,000
Accrued interest – notes payable – officer	-	943
Dividends payable	600	600
Total liabilities	17,192	137,193
NET ASSETS		
Net assets are comprised of:		
Preferred stock, no par value		
Series A – Authorized 50,000 shares, None issued or outstanding		
Series B - Authorized 500,000 shares, 100,000 issued and outstanding at September 30, 2014 and December 31, 2013	500	500
Common stock, no par value, 50,000,000 shares authorized; 3,633,067 shares issued and outstanding at September 30, 2014 and December 31, 2013	8,184,567	8,184,567
Additional paid-in capital	192,126	192,126
Losses and distributions in excess of earnings	(8,276,125)	(8,416,787)
Cumulative unrealized appreciation on investments	747,064	1,065,087
Total net assets	848,132	1,025,493
TOTAL LIABILITIES AND NET ASSETS	$ 865,324	$ 1,162,686
Net asset value per outstanding share of common Stock	$ 0.233	$ 0.282

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
SCHEDULE OF INVESTMENTS
September 30, 2014
(Unaudited)

Investments:

Type	Company	Description of Business	Percent Ownership	Cost of Investment	Fair Market Value	Affiliation
Common stock	Neuralstem	Biomedical company	1.1%	$ 4,936 (1)	$377,200	No
Warrant	Neuralstem	Biomedical company	0.0%	50,000 (2)	424,800	No
Money Fund	MS Trust	Money Market Fund	0.0%	213 (3)	213	No
Common stock	Rampart	Manufacturing	0.1%	1,200 (4)	1,200	No
				---------	---------	
Total Investments				$ 56,349	$803,413	

(1) As of September 30, 2014 there were 115,000 Neuralstem, Inc. (AMEX:CUR) shares held reported on a fair value basis at the closing market price of $3.28 in fair value applied. 95,000 shares were sold in the nine months of 2014.

(2) Regal also has one ten year Neuralstem, Inc. warrant to purchase 1,000,000 common stock shares at an exercise price of $5.00 per share which is above the present fair market value of Neuralstem shares. As of September 30, 2014 using a Black-Scholes Option Pricing model, a $424,800 value has been assigned to these warrants including a 10% discount assigned by management due to low trading volumes of Neuralstem stock. There is currently no public market for these warrants carried as an investment.

To calculate the September 30, 2014 value of the Neuralstem warrant Management used the following factors in a Black-Scholes Option Pricing Model:

Number of shares in option: 1,000,000
Date option was issued: 9/15/2005
Remaining term of option in years: 0.96
Neuralstem Common Stock closing price on 09/30/2014: $3.28
Annual volatility: 71.747%
Discount Rate based on Daily Treasury Bills long term rates on 09/30/14: 0.92%
Management estimated discount applied to Black-Scholes value: 10.0%

(3) The company had $213 in an investment money market fund as of 9/30/2014.

(4) Regal purchased common stock valued at $1,200 as an investment in Rampart Detection Systems Ltd.

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
SCHEDULE OF INVESTMENTS
December 31, 2013

Investments:

Type	Company	Description of Business	Percent Ownership	Cost of Investment	Fair Market Value	Affiliation
Common stock	Neuralstem	Biomedical company	1.1%	$ 9,013 (1)	$611,100	No
Warrant	Neuralstem	Biomedical company	0.0%	50,000 (2)	513,000	No
Money Fund	MS Trust	Money Market Fund	0.0%	14,615 (3)	14,615	No
Common stock	Rampart	Manufacturing	0.1%	1,200 (4)	1,200	No
Total Investments				$74,828	$1,139,915	

(1) As of December 31, 2013, there were 210,000 Neuralstem shares held reported on a fair value basis valued at the closing market price of $2.91 in fair market value applied. 70,000 shares were sold during 2013. 62,500 shares were pledged as collateral to secure a note payable – officer. As of September 30, 2014, these shares are no longer pledged as the loan payable by the Company has been paid in full.

(2) Regal also has a ten year Neuralstem warrant to purchase 1,000,000 common stock shares at an exercise price of $5.00 per share which is above the present fair market value of Neuralstem shares. As of December 31, 2013 using a Black-Scholes Option Pricing Model, a $513,000 value was assigned to these warrants including a 10% discount assigned by management due to the low trading volumes of Neuralstem stock. There is currently no public market for these warrants held as an investment.

To calculate the December 31, 2013 value of the Neuralstem warrant Management used the following factors in a Black-Scholes Option Pricing Model:

Number of shares in option: 1,000,000
Date option was issued: 9/15/2005
Remaining term of option in years: 1.7
Neuralstem Common Stock closing price on 12/31/2013: 2.91
Annual volatility: 69.210%
Discount Rate based on Daily Treasury Bills long term rates on 12/31/2013: 1.31%
Management estimated discount applied to Black-Scholes value: 10.0%

(3) The Company had $14,615 in an investment money market fund at 12/31/2013.

(4) Regal purchased common stock valued at $1,200 as an investment in Rampart Detection Systems Ltd.

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
STATEMENTS OF CHANGES IN NET ASSETS
(UNAUDITED)

	Nine Months Ended September 30, 2014	Nine Months Ended September 30, 2013
OPERATIONS:		
Net investment loss	$ (208,995)	$ (88,292)
Net realized gain on investments	349,657	104,162
Unrealized appreciation (depreciation) of investments	(229,822)	280,240
Unrealized appreciation (depreciation) of warrant investment	(88,200)	385,200
Net increase (decrease) in net assets resulting from operations	(177,360)	681,310
NET INCREASE (DECREASE) IN NET ASSETS	(177,360)	681,310
NET ASSETS:		
Beginning of period	1,025,493	317,503
End of period	848,132	998,812
Average net assets	$ 936,813	$ 658,157
TOTAL NET ASSET VALUE RETURN	(18.9%)	103.5%
Ratios to average net assets:		
Net investment loss	(22.3%)	(13.4%)

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
STATEMENTS OF OPERATIONS

	Three Months Ended Sept 30, 2014 (Unaudited)	Three Months Ended Sept 30, 2013 (Unaudited)	Nine Months Ended Sept 30, 2014 (Unaudited)	Nine Months Ended Sept 30, 2013 (Unaudited)
Investment income:	$ --	$ --	$ --	$ --
Operating expenses:				
Professional services	25,282	5,687	64,730	16,912
Accounting fees- related party	24,025	14,100	52,225	42,300
Consulting Fees	75,000		75,000	
Interest expense		672	250	2,433
Other selling, general and administrative expenses	15,067	9,818	17,771	26,647
Total operating expenses	139,374	30,277	209,976	88,292
Net investment loss before tax	(139,374)	(30,277)	(209,976)	(88,292)
Income Tax benefit	-	-	981	-
Net investment loss after taxes	(139,374)	(30,277)	(208,995)	(88,292)
Realized and unrealized gain (loss) on investments				
Net realized gain on portfolio investments	152,708	68,200	349,657	104,162
Net change in unrealized appreciation (depreciation) on portfolio investments	(303,587)	211,652	(229,822)	280,240
Net unrealized appreciation (depreciation) in warrant investment	(476,100)	363,600	(88,200)	385,200
Net realized and unrealized gain (loss) on investments	(626,979)	643,452	31,635	769,602
Net increase (decrease) in net assets resulting from operations	$ (766,353)	$ 613,175	$ (177,360)	$ 681,310
Per share information:				
Weighted average common shares outstanding				
Basic	3,633,067	3,633,067	3,633,067	3,633,067
Diluted (1)	13,633,067	13,633,067	13,633,067	13,633,067
Net increase (decrease) in net assets resulting from operations per share:				
Basic	$ (0.211)	$ 0.169	$ (0.049)	$ 0.188
Diluted (1)	(0.211)	0.045	(0.049)	0.050

(1) Includes Series B Preferred Shares convertible at 100 for 1 are not included in diluted calculation for the three and nine month periods ended September 30, 2014 loss due to it being anti-dilutive.

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
STATEMENTS OF CASH FLOWS

	Nine Months Ended Sept 30, 2014 (Unaudited)	Nine Months Ended Sept 30, 2013 (Unaudited)
Cash flows from operating activities:		
Net increase (decrease) in net assets from operations	$ (177,360)	$ 681,310
Adjustments to reconcile net increase (decrease) in net assets from operating activities:		
Realized gain on sale of marketable securities	(349,657)	(104,161)
Proceeds from sale of marketable securities	368,136	106,950
Net change in unrealized (appreciation) depreciation of stock investments	229,822	(280,240)
Unrealized (increase) decrease in warrant investment	88,200	(385,200)
Changes in operating assets and liabilities:		
Prepaid expense	-	20,438
Accounts payable and accrued expenses	(12,841)	4,892
Accounts payable - Related parties	(94,160)	
Net cash provided by (used in) operating activities	52,140	43,989
Cash flows from financing activities:		
Payments on officer loans	(13,000)	(25,159)
Net cash provided by (used in) financing activities	(13,000)	(25,159)
Net change in cash	39,140	18,830
Cash and cash equivalents, at beginning of period	22,771	19,121
Cash at end of period	$ 61,911	$ 37,951
Cash paid for interest	$ 1,193	$2,842

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
STATEMENTS OF FINANCIAL HIGHLIGHTS

Per Common Share Unit Operating Performance

	Nine Months Ended Sept 30		For the Years Ended December 31,			
	2014	**2013**	**2012**	**2011**	**2010**	**2009**
OPERATIONS:						
Net investment loss from operations	$(0.058)	$(0.031)	$(0.034)	$(0.035)	$(0.046)	(0.082)
Net realized gain on portfolio securities	0.096	0.032	0.021	0.010	0.018	0.069
Net change in unrealized appreciation (depreciation)of stock investments	(0.063)	0.085	(0.008)	(0.123)	0.019	(0.067)
Net unrealized appreciation (depreciation) of option investments	(0.138)	0.109	0.006	(0.163)	(0.046)	0.222
Gain on legal expense settlement					0.017	
Net increase (decrease) in net assets from operations	(0.049)	0.195	(0.015)	(0.311)	(0.037)	0.142
SHAREHOLDER ACTIVITY						
Declared dividend	-	-	-	-	-	-
NET INCREASE (DECREASE) IN NET ASSETS	(0.049)	0.195	(0.015)	(0.311)	(0.037)	0.142
NET ASSET VALUE, BEGINNING OF PERIOD	0.282	0.087	0.102	0.413	0.450	0.308
NET ASSET VALUE, END OF PERIOD	0.233	0.282	0.087	0.102	0.413	0.450
TOTAL NET ASSET VALUE RETURN (LOSS)	(18.9)%	105.4%	(15.2%)	(121.0%)	(8.5%)	37.4%

The accompanying notes are an integral part of the condensed financial statements.

REGAL ONE CORPORATION
NOTES TO FINANCIAL STATEMENTS
AS OF September 30, 2014
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Business

Regal One Corporation(the "Company" or "Regal One")and its subsidiary Princeton Capital Corporation located in Scottsdale, Arizona, is a Florida corporation initially incorporated in 1959 as Electro-Mechanical Services Inc. Since inception the Company has been involved in a number of industries. In 1998 we changed our name to Regal One Corporation. On March 7, 2005, our board of directors determined it was in our shareholder's best interest to change the focus of the Company's operation to that of providing financial services through our network of advisors and professionals, and to be treated as a business development company ("BDC") under the Investment Company Act of 1940. On September 16, 2005, we filed a Form N54A (Notification of Election by Business Development Companies), with the Securities and Exchange Commission, which transformed the Company into a Business Development Company (BDC) in accordance with sections 55 through 65 of the Investment Company Act of 1940. The Company has been reporting as an operating BDC since March 31, 2006. Our business operation and strategy will be influenced by the Reverse Merger Agreement as described in Note 7.

Accounting Policies

Basis of Presentation

The accompanying condensed balance sheet as of December 31, 2013 is derived from audited financial statements. The unaudited interim condensed financial statements of the Company reflect all adjustments consisting of normal recurring adjustments that are, in the opinion of management, necessary for a fair presentation of financial position and results of operations and cash flows. The results for the nine month period ended September 30, 2014 are not necessarily indicative of the results that may be expected for a full fiscal year. Certain information and note disclosures normally included in annual financial statements prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) are condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (“SEC”), although the Company believes that the disclosures made are adequate to make the information not misleading. These condensed financial statements should be read in conjunction with the Company's audited consolidated financial statements and notes thereto included in its annual report for the year ended December 31, 2013 filed on Form 10-K with the SEC.

Management Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company uses estimates and assumptions in accounting for the following significant matters, among others: the valuation of portfolio investments and the assumptions used as part of the going concern analysis. It is at least reasonably possible that these estimates will change in the future. Actual amounts may differ from these estimates, and such differences may be material to the financial statements.

The Company periodically reviews estimates and assumptions, and the effects of any such revisions are reflected in the period in which the revision is made.

Net Increase (Decrease) in Net Assets from Operations per Share

Basic net increase (decrease) in net assets from operations per share is computed by dividing the net increase (decrease) in net assets resulting from operations amount adjusted for any cumulative dividends on preferred stock (numerator) by the weighted average number of common shares outstanding during the period (denominator). Diluted net increase (decrease) in net assets from operations per share amounts reflect the maximum dilution that would have resulted from the assumed exercise of stock options and from the assumed conversion of the Series B Convertible Preferred Stock.

Diluted net increase (decrease) in net assets from operations per share is computed by dividing the net increase (decrease) in net assets resulting from operations amount adjusted for any cumulative dividends on preferred stock by the weighted average number of common and potentially dilutive securities outstanding during the period. For all periods presented that indicate a net decrease in net assets from operations, the above potentially dilutive securities are excluded from the computation as their effect is anti-dilutive.

Income Taxes

The Company has not elected to be a regulated investment company under Subchapter M of the Internal Revenue Code of 1986, as amended. Accordingly, the Company will be subject to U.S. federal income taxes on sales of investments for which the fair values are in excess of their tax basis. Income taxes are accounted for using an asset and liability approach for financial reporting. The Company recognizes deferred tax liabilities and assets for the expected future tax consequences of temporary differences between the financial statement carrying amount and the tax basis of assets and liabilities and net operating loss and tax credit carry forwards. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts expected to be realized. The Company had a net deferred tax asset which was fully offset by a valuation allowance at September 30, 2014. No provision for income tax expense for the current nine month period was recorded. A credit of $981 was recorded for state income tax expense recorded in prior years but reversed this year as not owed.

Advertising

No advertising fees were incurred during the periods covered by this report.

Net Realized Gains or Losses and Net Change in Unrealized Appreciation or Depreciation

Gains or losses on the sale of investments are calculated using the specific identification method. The Company measures realized gains or losses by the difference between the net proceeds from the repayment or sale and the amortized cost basis of the investment, without regard to unrealized appreciation or depreciation previously recognized, but considering unamortized upfront fees and prepayment penalties. Net change in unrealized appreciation or depreciation will reflect the change in portfolio investment values during the reporting period, including any reversal of previously recorded unrealized appreciation or depreciation, when gains or losses are realized.

NOTE 2 – GOING CONCERN

The accompanying financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the creation of assets and the liquidation of liabilities in the normal course of business. The Company does not currently generate operating revenue and must liquidate the Company's investment portfolio to provide cash flow for its operations. The Company is actively seeking sources of revenue for its consulting services but does not have contractual obligations now or in the near future to generate revenue. This fact and the declining amount of shares of the portfolio investment stock it owns due to sales of inventory securities and volatile market conditions has raised substantial doubt regarding Regal's ability to continue as a going concern. In response, management will continue to liquidate assets as necessary while actively searching out new equity investors and continue to rely upon current shareholders to provide loans or additional investment to meet the Company's ongoing obligations. The accompanying financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3 - FAIR VALUE OF FINANCICAL INSTRUMENTS

The Accounting Standards Codification (ASC) Section 820 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability;

Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The level in the fair value hierarchy within which a fair measurement in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

The carrying value of cash, and accounts payable, and accrued interest approximates fair value due to the short maturity nature of these instruments.

Assets measured at fair value on a recurring basis at September 30, 2014:

Equity Investments:	Level of Investment	Cost of Investment	Fair Market Value
Neuralstem, Inc.(CUR)	Level 1	$ 4,936	$ 377,200
LMP Money Market Trust Fund	Level 1	213	213
Rampart Detection Systems	Level 2	1,200	1,200
Neuralstem Warrant	Level 3	50,000	424,800
		---------	---------
Total investments		$ 56,349	$ 803,413

Assets measured at fair value on a recurring basis at December 31, 2013:

Equity Investments:	Level of Investment	Cost of Investment	Fair Market Value
Neuralstem, Inc.(CUR)	Level 1	$ 9,013	$ 611,100
LMP Money Market Trust Fund	Level 1	14,615	14,615
Rampart Detection Systems	Level 2	1,200	1,200
Neuralstem Warrant	Level 3	50,000	513,000
		---------	-----------
Total investments		$ 74,828	$ 1,139,915

The Company has determined the investment in Rampart is a Level 2 investment as the Company is not publicly traded on an exchange.

Assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) are:

Beginning balance as of December 31, 2012		$ 118,800
Net change in unrealized appreciation of warrant investment	394,200	

Ending balance as of December 31, 2013		513,000
Net change in unrealized appreciation of warrant investment	(88,200)	

Ending balance as of September 30, 2014		$ 424,800

The table below presents the significant unobservable input used to value the Company's Level 3 financial instruments:

Level 3 financial instruments	**Significant unobservable inputs by valuation technique**	**Significant unobservable inputs as of September 30, 2014**
Warrants	Liquidity discount outside Black-Scholes pricing model	10%

All other assumptions used in Black-Scholes pricing model were observable.

NOTE 4 - EQUITY TRANSACTIONS

The Company has 50,000,000 shares of common stock, no par value, authorized with 3,633,067 issued and outstanding shares. If all outstanding preferred equity were converted to common the outstanding shares would increase to 13,633,067.

The Company's Certificate of Incorporation allows for segregating preferred stock into separate series. As of September 30, 2014 and December 31, 2013, the Company had authorized 50,000,000 total preferred shares with 50,000 shares of Series A preferred stock and 500,000 shares of Series B convertible preferred stock. There were no outstanding shares of Series A preferred stock. 100,000 shares of Series B preferred stock were issued and outstanding.

As of September 30, 2014, holders of Series B preferred stock shall be entitled to voting rights equivalent to 100 shares of common stock votes for each one share of preferred stock. The Series B preferred stock has certain dividend and liquidation preferences over common stockholders.

As of the nine months ended September 30, 2014 and the year ended December 31, 2013, no dividends have been declared on the Series A or Series B convertible preferred stock.

NOTE 5 - INVESTMENTS

Neuralstem, Inc.

At September 30, 2014, the Company owned 115,000 common shares of Neuralstem, Inc. held as an investment. These shares had a valuation of $377,200 based on the closing market price of the stock. 95,000 shares were sold in the nine months ended September 30, 2014 to finance operations. Regal recorded a $229,822 unrealized loss on this investment in the first nine months of 2014 due to the decrease in the common stock price of Neuralstem, Inc. During the last three months Regal had a $303,587 unrealized depreciation in portfolio investments compared to a $73,765 gain in the first six months of 2014 primarily due to investments sold in the second quarter.

Regal One also has one ten year warrant for 1,000,000 common shares of Neuralstem at an exercise price of $5 per share which is above the present fair market value of Neuralstem shares. The warrants expire on September 15, 2015. There is currently no market for these Neuralstem warrants. The price of the underlying publicly traded common stock is used as a significant input in the valuation process.

As of September 30, 2014, using a Black-Scholes Option Pricing model, a $424,800 fair value has been assigned to this warrant including a 10% discount assigned by management due to low trading volume of Neuralstem common stock. Regal recorded a $88,200 unrealized loss on the investment in the nine months ended September 30, 2014 due to decrease in the fair value as determined by the Black-Scholes model. During the three months ended September 30, 2014, the Company recorded a $476,100 unrealized loss on the investment primarily due to the decrease in the fair value during that time. The change in the market price of Neuralstem, Inc. common stock is the primary reason for unrealized gains and losses.

The Board of Directors is responsible for determining in good faith the fair value of the securities and assets held by the Company. The Investment Committee of the Board of Directors has adopted provisions for valuation of the portfolio as described in Note 3 under Fair Value Accounting through ASC 820 *Fair Value Measurements and Disclosures*. The Investment Committee bases its determination on, among other things, applicable quantitative and qualitative factors. These factors may include, but are not limited to, the type of securities, the nature of the business of the portfolio company, the marketability of and the valuation of securities of publicly traded companies in the same or similar industries, current financial conditions and operating results of the portfolio company, sales and earnings growth of the portfolio company, operating revenues of the portfolio company, competitive conditions, and current and prospective conditions in the overall stock market. Without a readily recognized market value, the estimated value of some portfolio securities may differ significantly from the values that would be placed on the portfolio if there was a ready market for such equity securities.

NOTE 6 - RELATED PARTY TRANSACTIONS

For the three months and nine months ended September 30, 2014 Bernard L. Brodkorb, who is a Director of Regal, received $24,025 and $52,225, respectively in fee compensation for providing accounting and financial reporting services, not related to his duties as a Director of Regal One Corporation. He receives no compensation for his Director duties. As of September 30, 2014 and December 31, 2013, Bernard L. Brodkorb has a balance owed in accounts payable of $9,925 and $106,850, respectively, for services rendered.

The Company had a note payable due to Charles J. Newman, its Chief Executive Officer, which was repaid in full in May 2014. The note accrued interest at 6% per annum and was collateralized with 62,500 shares of Neuralstem common stock held as an investment. As of September 30, 2014, the note payable has been paid in full.

For the nine months ended September 30, 2014 the Company recorded $39,270 in legal fees for Dieterich and Associates for services provided by Christopher Dieterich for submission of reports to the SEC and general legal work. Mr. Dietrich was a former Director of Regal One until November 10, 2014, when he resigned. See Item 6 for Form 8-K filed by the Company.

NOTE 7 – COMMITMENTS

On July 15, 2014 the Company filed Form 8-K with the SEC to report the entry into a Material Definitive Agreement. Regal One Corporation and Princeton Capital Corporation entered into an Asset Purchase Agreement with Capital Point Partners, LP and Capital Point Partners II, LP (“the Partnerships”) whereby the Partnerships have agreed to sell equity and debt investments to Regal in exchange for common stock. The agreement is included as an exhibit to the Form 8-K.

The Company and Princeton also signed a Merger Agreement where the Company will merge with and into Princeton and the separate corporate existence of the Company shall cease and Princeton will be the surviving corporation of the merger.

On July 23, 2014 Regal filed Form 14-C Preliminary Information Statement informing shareholders of the Merger Agreement including a one for two reverse stock split and Asset Purchase Agreement which includes the issuance of new common shares by Princeton in exchange for investment assets of Capital Point Partners, LP and Capital Point Partners II, LP.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

FORWARD LOOKING STATEMENTS

In this report we make a number of statements, referred to as "forward-looking statements", which are intended to convey our expectations or predictions regarding the occurrence of possible future events or the existence of trends and factors that may impact our future plans and operating results. These forward-looking statements are derived, in part, from various assumptions and analyses we have made in the context of our current business plan and information currently available to us and in light of our experience and perceptions of historical trends, current conditions and expected future developments and other factors we believe are appropriate in the circumstances. You can generally identify forward looking statements through words and phrases such as "believe", "expect", "seek", "estimate", "anticipate", "intend", "plan", "budget", "project", "may likely result", "may be", "may continue" and other similar expressions. When reading any forward-looking statement you should remain mindful that actual results or developments may vary substantially from those expected as expressed in or implied by that statement for a number of reasons or factors, including but not limited to:

The type and character of our future investments

Future sources of revenue and or income

Increases in operating expenses

Future trends with regard to net investment losses

How long cash on hand can sustain our operations as well as other statements regarding our future operations, financial condition and prospects and business strategies.

These forward-looking statements are subject to certain risks and uncertainties that could cause our actual results to differ materially from those reflected in the forward-looking statements. We undertake no obligation to revise or publicly release the results of any revision to these forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements.

DESCRIPTION OF BUSINESS

Overview

We are a financial services company which coaches and assists biomedical companies, through our network of professionals, in listing their securities on the over-the-counter market.

We were initially incorporated in 1959 as Electro-Mechanical Services Inc. in the state of Florida. In 1998 we changed our name to Regal One Corporation. On March 7, 2005, our Board of Directors determined it was in our shareholder's best interest to change the focus of the Company's operation to providing financial services through our network of advisors and professionals. Typically these services are provided to early stage biomedical companies who can benefit from our managerial skills, network of professionals and other partners.

Our clients' are usually in the early stage of development, typically have limited resources and compensate us for our services in capital stock. Accordingly, although our primary business is to provide consulting services and not to be engaged, directly or through wholly-owned subsidiaries, in the business of investing, reinvesting, owning, holding or trading in securities, we may nonetheless be considered an investment company as defined in the Investment Company Act of 1940 (1940 Act). In order to lessen the regulatory restrictions associated with the requirements of the 1940 Act, on September 16, 2005, we elected to be treated as a Business Development Company (BDC) in accordance with sections 55 through 65 of the 1940 Act.

Pursuant to the requirements of the Investment Company Act of 1940, as amended, the Board of Directors is responsible for determining in good faith the fair value of the securities and assets held by the Company. The Investment Committee of the Board of Directors bases its determination on, among other things, applicable quantitative and qualitative factors. These factors may include, but are not limited to, the type of securities, the nature of the business of the portfolio company, the marketability of the valuation of securities of publicly traded companies in the same or similar industries, current financial conditions and operating results of the portfolio company, sales and earnings growth of the portfolio company, operating revenues of the portfolio company, competitive conditions, and current and prospective conditions in the overall stock market. Without a readily recognized market value, the estimated value of some portfolio securities may differ significantly from the values that would be placed on the portfolio should there be a ready market for such equity securities currently in existence.

Strategy

Our business operation and strategy will be influenced by the Reverse Merger Agreement with Princeton Capital Corporation and affiliated companies Capital Point Partners, LP and Capital Point Partners II, LP. The focus of our efforts has been assisting private biomedical companies with distinctive investment potential and well-defined, near-term applications that address significant and quantifiable markets to become public and benefit from our network of business professionals. This focus will broaden with the inclusion of other types of investments and industries once the merger is completed. Future business strategy will be determined by the new management team. Regal's current investments will represent less than 5% of the new merged company.

Our Investment Committee has adopted a charter wherein these criteria will be weighed against other criteria including:

- Strategic fit,
- Management ability, and
- Incremental value we can bring to the potential client.

The potential client must also be willing to comply with the Company's requirement as a BDC to offer significant managerial oversight and guidance, including the right of the Company to a seat on the client's board of directors.

To date we have secured our clients through word of mouth or industry referrals from lawyers, accountants and other professionals. In looking at prospective clients, we do not focus on any particular geographic region and would consider clients globally.

Portfolio Investments

During the nine months ended September 30, 2014, we did not add any companies to our portfolio. Our portfolio valued at fair market value is as follows:

Regal One Corporation Portfolio Investments

Name of Company	Investment	Value of Investments as of September 30, 2014
Neuralstem, Inc. (OTCBB: CUR)	Common Stock	$377,200
Neuralstem, Inc.	Warrants	424,800
Rampart Detection Systems	Common Stock	1,200
LMP Money Market Trust Fund	Money Market Fund	213

Neuralstem, Inc. ("Neuralstem") is a life sciences company focused on the development and commercialization of treatments based on transplanting human neural stem cells. At present, Neuralstem is pre-revenue and has not yet undertaken any clinical trials with regard to their technology.

Neuralstem has developed and maintains a portfolio of patents and patent applications that form the proprietary base for their research and development efforts in the area of neural stem cell research. Neuralstem, Inc. has ownership or exclusive licensing of four issued patents and 13 patent pending applications in the field of regenerative medicine and related technologies.

The field in which Neuralstem focuses on is young and emerging. There can be no assurances that their intellectual property portfolio will ultimately produce viable commercialized products and processes. Even if they are able to produce a commercially viable product, there are strong competitors in this field and their product may not be able to successfully compete against them.

As of September 30, 2014, the Company holds 115,000 shares of Neuralstem, Inc. common stock and warrants to purchase an additional 1,000,000 shares of common stock of Neuralstem at an option price of $5.00 per share.

Employees

We have no employees but do instead utilize part-time consultants. We expect to use independent consultants, attorneys, and accountants as necessary and do not anticipate a need to engage any additional full-time employees as long as business needs are being identified and evaluated. The need for employees and their availability will be addressed in connection with a decision concerning whether or not to acquire or participate in a specific business venture.

Compliance with BDC Reporting Requirements

The Board of Directors of the Company adopted in March 2006 a number of resolutions, codes and charters to complete compliance with BDC operating requirements prior to reporting as a BDC. These include establishing Board committees for Audit, Nominating, Compensation, Investment, and Corporate Governance, and adopting a Code of Ethics, an Audit Committee Charter and an Investment Committee Charter.

Voting rights of preferred stock are noncompliant, which is in the process of being remedied.

Compliance with the 1940's Act is being reviewed and director elections are going to be held to properly constitute the board with sufficient uninterested directors.

Code of Ethics: The Code of Ethics in general prohibits any officer, director or advisory person (collectively, "Access Person") of the Company from acquiring any interest in any security which the Company (i) is considering a purchase or sale thereof, (ii) is being purchased or sold by the Company, or (iii) is being sold short by the Company. The Access Person is required to advise the Company in writing of his or her acquisition or sale of any such security. The Company's Code of Ethics is posted on our website at www.regal1.com.

Audit and Compensation Committee: The primary responsibility of the Audit and Compensation Committee is to oversee the Company's financial reporting process on behalf of the Company's Board of Directors and report the result of its activities to the Board. Such responsibilities shall include but not be limited to the selection, and if necessary, the replacement of the Company's independent registered public accounting firm; the review and discussion with such independent registered public accounting firm and the Company's internal audit department of (i) the overall scope and plans for the audit, (ii) the adequacy and effectiveness of the accounting and financial controls, including the Company's system to monitor and manage business risks, and legal and ethical programs, and (iii) the results of the annual audit, including the financial statements included in the Company's annual report on Form 10-K.

The Company's Audit and Compensation Committee duties are presently assigned to the Board of Directors. The Company is seeking additional independent board members to augment the current Audit and Compensation Committee and improve its controls and procedures.

Investment Committee: The Investment Committee shall have oversight responsibility with respect to reviewing and overseeing the Company's contemplated investments and portfolio companies on behalf of the Board and shall report the results of their activities to the Board. Such Investment Committee shall (i) have the ultimate authority for and responsibility to evaluate and recommend investments, and (ii) review and discuss with management (a) the performance of portfolio companies, (b) the diversity and risk of the Company's investment portfolio, and, where appropriate, make recommendations respecting the role, divestiture or addition of portfolio investments and (c) all solicited and unsolicited offers to purchase portfolio company positions.

Compliance with the Sarbanes-Oxley Act of 2002

The Sarbanes-Oxley Act of 2002 imposes a wide variety of new regulatory requirements on publicly held companies and their insiders including for example:

Our chief executive officer and chief financial officer must now certify the accuracy of the financial statements contained in our periodic reports;

Periodic reports must disclose our conclusions about the effectiveness of our controls and procedures;

Our periodic reports must disclose whether there were significant changes in our internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses; and

The Company may not make any loan to any director or executive officer and we may not materially modify any existing loans.

The Sarbanes-Oxley Act required us to review our current policies and procedures to determine whether we comply with the Sarbanes-Oxley Act and the new regulations promulgated within the regulations stated in the SOX Act of 2002. We will continue to monitor our compliance with all future regulations that are adopted under the Sarbanes-Oxley Act and will take actions necessary to ensure that we are in compliance therewith.

Financial Condition Overview

The Company's total assets were $865,324 and its net assets were $848,132 at September 30, 2014, compared to $1,162,686 and $1,025,493, respectively at December 31, 2013. The changes in total assets during the nine months ended September 30, 2014 were primarily attributable to net investment loss of $208,995 and the use of cash to reduce payables by $120,001 offset by net realized and unrealized gain on investments of $31,635. The Company's unrealized appreciation (depreciation) varies significantly from period to period as a result of the wide fluctuations in value of the Company's portfolio securities and the number of shares owned.

The changes in net assets during the nine months ended September 30, 2014 were attributable to the net investment loss and realized and unrealized gain on investments noted above as there was no shareholder activity.

The Company's financial condition is dependent on a number of factors including the ability of each portfolio company to effectuate its respective strategies with the Company's help. These businesses are frequently thinly capitalized, unproven, small companies that may lack management depth, and may be dependent on new or commercially unproven technologies, and which may have little or no operating history.

Result of Operations for the three month and nine month periods ending September 30, 2014 versus 2013.

Operating Expenses

For the three months and nine months ended September 30, 2014, operating expenses were $139,374 and $209,976, respectively compared to $30,277 and $88,292 for the comparable periods of 2013. The increase for the nine month period ending September 30 2014 compared to the comparable period of 2013 was primarily due to an increase in merger-related consulting fees of $75,000, Professional Services expenses of $47,818 offset by a $8,876 decrease in other selling, general and administrative expenses, primarily due to discontinuing D & O insurance and less interest expense. There was a change in accounting fees for the three and nine months ended from the prior year of $9,925 and $9,925, respectively.

Net Increase (Decrease) in Net Assets

For the three months and nine months ending September 30, 2014, our net increase (decrease) in net assets resulting from operations was a decrease of $766,354 and a decrease of $177,360, respectively. This is compared to a net increase in net assets resulting from operations of $613,175 and $681,310, respectively for the comparable periods in 2013. Comparing the nine month period ending September 30, 2014 to the period ended September 30, 2013 the change was mostly attributable to the unrealized depreciation recorded in the recent nine month period for stock warrant investments, the unrealized gain in portfolio investments and the net realized gain from the sale of securities in our portfolio.

Other increases (decreases) in net assets from investments

For the nine months ended September 30, 2014, net assets decreased by $177,360. This decrease is due to the realized and unrealized gain (loss) combined of $31,635. This compares to an investment gain of $769,602 both realized and unrealized combined for the comparable nine month period in 2013.

Liquidity and Capital Resources

At September 30, 2014, we had $865,324 in Total Assets. This includes the fair value of our warrant investment in Neuralstem at $424,800 and $440,525 in liquid and semi-liquid current assets consisting of $61,911 in cash, a $1,200 investment, $213 in money market funds and $377,200 in unrestricted investments (which does not include warrants) at fair market value. For the three and nine month period ended September 30, 2014, we primarily satisfied our working capital needs through sales of marketable securities in our investment portfolio.

From inception, the Company has relied on the infusion of capital through capital share transactions and loans. The Company plans to either: (i) dispose of its current portfolio securities to meet operational needs; or (ii) borrow against such securities via a traditional margin account or other such credit facility. Any such dispositions may have to be made at inopportune times and there is no assurance that, in light of the lack of liquidity in such shares, they could be sold at all, or if sold, could bring values approximating the estimates of fair value set forth in the Company financial statements.

If the Company enters into a margin agreement loan using its portfolio securities as collateral, a decrease in their market value may result in a liquidation of such securities which could greatly depress the value of such securities in the market. The Company's average current monthly cash operating expense is approximately $10,000. To fund these expenses, the Company uses our realized revenues and cash generated from gains from the sale of portfolio securities. Consequently, for us to be able to avoid having to defer expenses or sell portfolio companies' securities to raise cash to pay operating expenses, we are constantly seeking to secure adequate funding under acceptable terms.

As of September 30, 2014, the Company has been involved in potential merger discussions with a private Company that may further develop the growth of the Company. The Company has filed with the SEC two documents with the SEC making reference to these discussions. However, no conclusions or completion of any merger agreement has been finalized and the Company makes no representation or assurance that current discussions will ever be finalized or completed.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

Our business activities contain high elements of risk. The Company considers a principal type of market risk to be a valuation risk. All assets are valued at fair value as determined in good faith by or under the direction of the Board of Directors (which is based, in part, on quoted market prices of similar investments).

Market prices of common equity securities in general, are subject to fluctuations that could cause the amount to be realized upon sale to differ significantly from the current reported value. The fluctuations may result from perceived changes in the underlying economic characteristics of the Company's portfolio companies, the relative prices of alternative investments, general market conditions and supply and demand imbalances for a particular security.

Neither the Company's investments nor an investment in the Company is intended to constitute a balanced investment program. The Company will be subject to exposure in the public-market pricing and the risks inherent therein.

Item 4. Controls and Procedures

Evaluation of Controls and Procedures

The Company's management, under the supervision and with the participation of various members of management, including our CEO and our CFO, has evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) of the Exchange Act) as of the end of the period covered by this quarterly report. Based upon that evaluation, our CEO and CFO have concluded that our current disclosure controls and procedures are not effective as of the end of the period covered by this quarterly report.

The Company has not established adequate financial reporting monitoring activities to mitigate the risk of management override. Specifically, there is a lack of segregation of duties as there is only one officer/employee overseeing the finance department. Although the controls are not effective, this material weakness did not result in any material misstatements in our financial statements.

The Company's operations are controlled by its Principal Executive Officer and the Company's Board lacks a sufficient representation of independent disinterested directors. The Company is seeking to add members to its board and augment its Audit and Compensation committee.

Changes in Internal Controls

There have been no changes in the Company's internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) of the Securities Exchange Act of 1934) that occurred during the three months ended September 30, 2014 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II - OTHER INFORMATION

Item 1. Legal Proceedings

As of the date of this quarterly report and subsequent events, there are no additional material pending legal or governmental proceedings relating to our company or properties to which we are a party, and to our knowledge there are no other material proceedings to which any of our directors, executive officers or affiliates are a party adverse to us or which have a material interest adverse to us.

Item 1A. Risk Factors

As of September 30, 2014 there are no material changes for risk factors since previously disclosed in the Company ’s 2013 Form 10-K.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

None

Item 3. Defaults upon Senior Securities

None

Item 4. Mine Safety Disclosures

None.

Item 5. Other Information

None

Item 6. Exhibits and Reports on Form 8-K filed during the quarter

Exhibits

The following exhibits are included as part of this Report on Form 10-Q. References to "the Company" in this Exhibit List mean Regal One Corporation, a Florida corporation.

Exhibit Number	Description	Filed Herewith
31.1	Certification of the Principal Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.	[X]
32.1	Certification of Principal Executive Officer Pursuant to 18 U.S.C Section 1350.	[X]

On November 13, 2014 the Company filed Form 8-K that as of November 10, 2014 the Company accepted the resignation of Christopher Dieterich as a director. There were no disagreements with the Company, as he resigned to allow for the election of uninterested directors to complete a properly constituted board for regulatory purposes.

Form 8-K Reports filed during the quarter

Form 8-K filed on July 17, 2014 announcing a Reverse Merger Agreement with Princeton Capital Corporation and an Asset Purchase Agreement with Capital Point Partners, LP, and Capital Point Partners II, LP dated July 14, 2014. The partnerships agree to sell equity and debt investments in excess of $50,000,000 to Regal in exchange for common stock.

Form 14-C Reports filed during the quarter

Form 14-C filed on July 25, 2014 providing a preliminary information statement to stockholders of Regal of (i) the actions by written consent of a majority of the shareholders of Regal as described before such actions take effect in accordance with Section 607.0704 of the FBCA and Rules 14c-2 promulgated under the Exchange Act and (ii) to provide information about the individuals who will constitute a majority of the directors following the closing of the Transactions in accordance with Rule 14f-1 of the Exchange Act. The closing of the matters described herein and the change in a majority of the Board will not occur until at least twenty (20) days following the mailing of this Information Statement.

Actions include the Merger Agreement, the Asset Purchase Agreement, the Articles of Amendment to effect the reverse stock split, the Articles of Amendment of Incorporation and Bylaws to reincorporate in Maryland, Stockholder Dissenter Rights, and an External Investment Advisory Agreement with Princeton Capital Corporation. All agreements and actions are included in our filing as exhibits and can be viewed at www.sec.gov/filings.

No further action will be taken on this 14-C as a Proxy Statement is now being prepared for some of these matters.

On November 12, 2014, the Company filed a Form 14-A document with the SEC providing information regarding a common shareholder's meeting to increase the Board of Directors to five (5) members and approval of the Boulay Group CPA's to serve as the Company's auditors for the year ended December 31, 2014. The meeting date is currently being determined to be late November or early December 2014.

SIGNATURES

In accordance with Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Regal One Corporation

Dated: November 14, 2014

By:/S/ Charles J. Newman
Charles J. Newman
Chief Executive Officer, Chief Financial Officer

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that each person whose signature appears below constitutes and appoints Charles J. Newman, as his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments to this Quarterly Report on Form 10-Q, and to file the same with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or either of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

OFFICERS AND DIRECTORS

Name	Title	Date
/s/ Charles J. Newman By: Charles J. Newman	Chief Executive Officer, Chief Financial Officer, Secretary, and Director	November 14, 2014
/s/ Malcolm Currie By: Malcolm Currie	Director	November 14, 2014
/s/ Bernard L. Brodkorb By: Bernard L. Brodkorb	Director	November 14, 2014

EXHIBIT 31.1

RULE 13A-14(a)/15D-14(a) CERTIFICATION OF CEO

I, Charles J. Newman, certify that:

(1) I have reviewed this quarterly report on Form 10-Q (the "Report") of Regal One Corporation (the "Registrant");

(2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

(3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

(4) I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its unconsolidated investments, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

(5) I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions);

(a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ Charles J. Newman
By: Charles J. Newman,
Chief Executive Officer and Chief Financial Officer

Date: November 14, 2014

EXHIBIT 32.1

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report on Form 10-Q of Regal One Corporation (the "Registrant") for the period ending September 30, 2014, (the "Report") as filed with the Securities and Exchange Commission on the date hereof, I, Charles J. Newman, Chief Executive Officer of the Registrant, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

(1) the Annual Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) the information contained in the Quarterly Report fairly presents, in all material respects, the financial condition and results of the operation of the Registrant.

/s/ Charles J. Newman
By: Charles J. Newman
Chief Executive Officer and Chief Financial Officer

Date: November 14, 2014