



Eleven Biotherapeutics Announces Pricing of \$10.0 Million Offering Priced At-the-Market

March 21, 2018

CAMBRIDGE, Mass.--(BUSINESS WIRE)--Mar. 21, 2018-- Eleven Biotherapeutics, Inc. (NASDAQ:EBIO), a late-stage clinical company advancing next-generation antibody-drug conjugate (ADC) therapies for the treatment of cancer, today announced that it has entered into a definitive agreement with several institutional and accredited investors for the purchase of 7,968,128 shares of its common stock, at a purchase price per share of \$1.13, for gross proceeds of approximately \$9.0 million, in a registered direct offering priced at-the-market.

Additionally, Eleven Biotherapeutics has also agreed to issue to the investors unregistered warrants to purchase up to 7,968,128 shares of common stock, at a purchase price per warrant of \$0.125, for gross proceeds of approximately \$1.0 million. The warrants have an exercise price of \$1.20 per share, will be immediately exercisable, and will expire five years from the issue date.

The closing of the offering is expected to take place on or about March 23, 2018, subject to the satisfaction of customary closing conditions. Laidlaw & Company (UK) Ltd. is acting as the sole placement agent in the offering.

In total, Eleven Biotherapeutics anticipates the total gross proceeds from the common stock and warrants will be approximately \$10.0 million, before deducting the placement agent's fees and offering expenses. The company expects to use the net proceeds from this offering, together with its existing cash, cash equivalents and marketable securities, to fund development costs of Vicinium™, including the costs of its ongoing and planned clinical trials and regulatory activities. Vicinium is a novel fusion protein, designed to be a next-generation ADC, in Phase 3 development for the treatment of non-muscle invasive bladder cancer. The Phase 3 clinical trial for Vicinium has completed enrollment and topline, three-month data is anticipated in mid-2018.

The shares of common stock (but not the warrants or the shares of common stock underlying the warrants) are being offered by Eleven Biotherapeutics pursuant to a "shelf" registration statement (File No. 333-202676) filed with the Securities and Exchange Commission (SEC) and declared effective on March 20, 2015. Such shares of common stock may be offered only by means of a prospectus, including a prospectus supplement, forming a part of the effective registration statement. A final prospectus supplement relating to the offering of the common stock will be filed with the SEC. The warrants described above were offered in a private placement under Section 4(a)(2) of the Securities Act of 1933, as amended (Securities Act), and Regulation D promulgated thereunder and, along with the shares of common stock underlying the warrants, have not been registered under the Securities Act, or applicable state securities laws. Accordingly, the warrants and underlying shares of common stock may not be offered or sold in the United States except pursuant to an effective registration statement or an applicable exemption from the registration requirements of the Securities Act and such applicable state securities laws.

When available, copies of the final prospectus supplement and the accompanying prospectus relating to the common stock being offered may be obtained at the SEC's website at <http://www.sec.gov> and may also be obtained by contacting the following: Laidlaw & Company (UK) Ltd., Attention: Syndicate Department, 546 Fifth Avenue, New York, NY 10036, by telephone at (212) 953-4900 or by email at syndicate@laidlawltd.com.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, the securities being offered in any state or other jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or other jurisdiction.

About Eleven Biotherapeutics

Eleven Biotherapeutics, Inc. is a late-stage clinical company advancing next-generation antibody-drug conjugate therapies for the treatment of cancer based on the company's Targeted Protein Therapeutics platform. The company's lead program, Vicinium™, is currently in a Phase 3 registration trial for the treatment of non-muscle invasive bladder cancer, with topline data expected in mid-2018. Vicinium incorporates a tumor-targeting antibody fragment and a protein cytotoxic payload into a single protein molecule designed to selectively, effectively and broadly kill cancer cells while sparing healthy cells. Additionally, Eleven Biotherapeutics believes that Vicinium's cancer cell-killing properties promote an anti-tumor immune response that may potentially combine well with immuno-oncology drugs, such as checkpoint inhibitors. For more information, please visit the company's website at www.elevenbio.com.

Cautionary Note on Forward-Looking Statements

Any statements in this press release about future expectations, plans and prospects for the Company, the Company's strategy, future operations, and other statements containing the words "anticipate," "believe," "estimate," "expect," "intend," "may," "plan," "predict," "project," "target," "potential," "will," "would," "could," "should," "continue," and similar expressions, constitute forward-looking statements within the meaning of The Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those indicated by such forward-looking statements as a result of various important factors, including: the uncertainties inherent in the initiation and conduct of clinical trials, our ability to successfully develop our product candidates and complete our planned clinical programs, our ability to obtain marketing approvals for our product candidates, expectations regarding our ongoing clinical trials, availability and timing of data from clinical trials, whether interim results from a clinical trial will be predictive of the final results of the trial or results of early clinical studies will be indicative of the results of future studies, the adequacy of any clinical models, expectations regarding regulatory approvals and other factors discussed in the "Risk Factors" section of the Company's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and other reports filed with the SEC. In addition, the forward-looking statements included in this press release represent the Company's views as of the date hereof. The Company anticipates that subsequent events and developments will cause the Company's views to change. However, while the Company may elect to update these forward-looking statements at some point in the future, the Company specifically disclaims any obligation to do so. These forward-looking statements should not be relied upon as representing the Company's views as of any date subsequent to the date hereof.

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