



## **Pluristem Therapeutics Inc. Announces Pricing of Its Public Offering and Registered Direct Offering for Aggregate Proceeds of Approximately \$20 Million**

**Haifa, Israel – April 4, 2019** – [Pluristem Therapeutics Inc.](http://www.pluristem.com) (Nasdaq: PSTI, TASE: PLTR) (“Pluristem” or “Company”), a leading regenerative medicine company developing novel placenta-based cell therapy product candidates, announced today the pricing of an underwritten public offering of 27,142,858 shares of its common stock and warrants to purchase up to 27,142,858 shares of its common stock with an exercise price of \$0.70 per share at a public offering price of \$0.70 per share and accompanying warrant. The warrants in the underwritten public offering have a term of five years and are exercisable immediately upon issuance.

Pluristem also announced the pricing of a concurrent registered direct offering of 1,428,571 shares of its common stock at a price of \$0.70 per share.

The gross proceeds from the underwritten public offering and the concurrent registered direct offering, before deducting the underwriting discounts and commissions and other estimated offering expenses payable by Pluristem, are expected to be \$20 million. In addition, Pluristem has granted the underwriters a 30-day option to purchase up to 1,428,571 additional shares of common stock and/or warrants to purchase up to 1,428,571 shares of common stock offered in the underwritten public offering at the public offering price, less the underwriting discounts and commissions. Both offerings are expected to close on or about April 8, 2019, subject to customary closing conditions.

The Company intends to use the net proceeds of both offerings for research and product development activities, clinical trial activities, investment in capital equipment and for working capital and other general corporate purposes.

Ladenburg Thalmann & Co. Inc., a subsidiary of Ladenburg Thalmann Financial Services Inc. (NYSE American:LTS), acted as sole book running manager in connection with the public offering and as placement agent for the registered direct offering. H.C. Wainwright & Co., acted as lead manager in connection with the public offering and Maxim Group LLC and LifeSci Capital LLC acted as co-managers in connection with the public offering.

Leader Underwriters (1993) Ltd. and Rosario Capital Ltd. acted as Israeli financial advisors to the Company in connection with the public offering.

The shares of common stock and warrants offered in the underwritten public offering and the common stock offered in the registered direct offering described above are being offered by Pluristem pursuant to its shelf registration statement on Form S-3 (File No. 333-218916) previously filed and declared effective by the Securities and Exchange Commission (the “SEC”) on June 30, 2017. The offerings may be made only by means of a prospectus supplement and accompanying prospectus. A preliminary prospectus supplement and accompanying prospectus relating to the underwritten public offering have been filed with the SEC and are available on the SEC’s website at <http://www.sec.gov>. A final prospectus supplement and accompanying prospectus relating to each of the offerings will be filed with the SEC and will be available on the SEC’s website. When available, copies of the final prospectus supplement and the accompanying prospectus relating to the offering may also be obtained

from Ladenburg Thalmann & Co. Inc., Prospectus Department, 277 Park Ave, 26th Floor, New York, NY 10172, by calling (212) 409-2000, or by email at [prospectus@ladenburg.com](mailto:prospectus@ladenburg.com).

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

### **About Pluristem Therapeutics**

Pluristem Therapeutics Inc. is a leading regenerative medicine company developing novel placenta-based cell therapy product candidates. The Company has reported robust clinical trial data in multiple indications for its patented PLX cell product candidates and is conducting late stage clinical trials in several indications. Based on nonclinical research, PLX cell product candidates are believed to release a range of therapeutic proteins in response to inflammation, ischemia, muscle trauma, hematological disorders and radiation damage. The cells are grown using the Company's proprietary three-dimensional expansion technology and can be administered to patients off-the-shelf, without tissue matching. Pluristem has a strong intellectual property position; Company owned and operated, GMP-certified manufacturing and research facility; strategic relationships with major research institutions; and a seasoned management team.

### **Safe Harbor Statement**

This press release contains express or implied forward-looking statements within the Private Securities Litigation Reform Act of 1995 and other U.S. Federal securities laws. For example, the Company is using forward-looking statements when the Company discusses the expected closing of the offerings, the possible purchase of additional shares and/or warrants and its intended use of proceeds. These forward-looking statements and their implications are based on the current expectations of the management of the Company only, and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. The following factors and those discussed in the "Risk Factors" section in Pluristem's most recently filed Annual Report on Form 10-K, as well as other risks detailed in Pluristem's subsequent filings with the Securities and Exchange Commission, among others, could cause actual results to differ materially from those described in the forward-looking statements: market risks and uncertainties, the success of the public offering, use of proceeds of the public offering, and the satisfaction of all conditions to, and the timely closing of, the offering; which could cause the actual results or performance of the Company to differ materially from those contemplated in such forward-looking statements. There can be no assurance that the actual results or developments anticipated by Pluristem will be realized or, even if substantially realized, that they will have the expected consequences to, or effects on, Pluristem. All information in this press release is as of the date of the release and Pluristem undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events unless required by law.

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