

June 4, 2014



## OncoSec Medical Announces \$16 Million Registered Direct Offering

SAN DIEGO-- OncoSec Medical Inc. (OTCQB: [ONCS](#)), a company developing its ImmunoPulse DNA-based intratumoral cancer immunotherapy, announced today that it has entered into definitive agreements with institutional investors to purchase approximately \$16 million of securities in a registered direct offering. OncoSec has agreed to sell to such investors an aggregate of 22,535,212 shares of its common stock at a price of \$0.71 per share. Additionally, investors will receive warrants to purchase up to an aggregate of 7,887,325 shares of common stock at an exercise price of \$0.90 per share for a term of five years.

The gross proceeds of the offering are approximately \$16 million. Net proceeds, after deducting the placement agent's fee and other estimated offering expenses payable by OncoSec, are expected to be approximately \$14.9 million.

OncoSec intends to use proceeds from the offering for general corporate purposes, including clinical trial expenses and research and development expenses.

H.C. Wainwright & Co., LLC acted as the exclusive placement agent for the transaction. Maxim Group LLC and Noble Financial Capital Markets acted as financial advisors to OncoSec in connection with the transaction.

The offering is expected to close on or about June 6, 2014, subject to customary closing conditions.

The securities described above are being offered by OncoSec pursuant to a registration statement previously filed and declared effective by the Securities and Exchange Commission, or the SEC. A prospectus supplement related to the offering will be filed with the SEC. The securities may only be offered by means of a prospectus. Copies of the prospectus and prospectus supplement can be obtained directly from OncoSec and at the SEC's website at [www.sec.gov](http://www.sec.gov) or by request at H.C. Wainwright & Co., LLC by e-mailing [placements@hwcwco.com](mailto:placements@hwcwco.com).

This announcement is neither an offer to sell nor a solicitation of an offer to buy any of OncoSec's common stock or warrants. No offer, solicitation or sale will be made in any jurisdiction in which such offer, solicitation or sale is unlawful.

*This press release contains forward-looking statements within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Any statements in this release that are not historical facts may be considered such "forward-looking statements." Forward-looking statements are based on management's current preliminary expectations and are subject to risks and uncertainties, which may cause our results to differ materially and adversely from the statements contained herein. Some of the potential risks and uncertainties that could cause actual results to differ from those predicted include our ability to raise additional*

*funding, our ability to acquire, develop or commercialize new products, uncertainties inherent in pre-clinical studies and clinical trials, unexpected new data, safety and technical issues, competition, and market conditions. These and additional risks and uncertainties are more fully described in OncoSec Medical's filings with the Securities and Exchange Commission. Undue reliance should not be placed on forward-looking statements, which speak only as of the date they are made. OncoSec Medical disclaims any obligation to update any forward-looking statements to reflect new information, events or circumstances after the date they are made, or to reflect the occurrence of unanticipated events.*

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