

October 27, 2016



# MetaStat, Inc. Closes Private Placement of Common Stock and Warrants

-- \$2.6 Million Offering Led by Prominent Institutional Investor

BOSTON--(BUSINESS WIRE)-- MetaStat, Inc. (OTCQB: MTST), a biotechnology company focused on the development and commercialization of diagnostic tests prognostic for risk of cancer metastasis, companion diagnostics to predict drug response, and anti-metastatic drugs, today announced the final closing of a private placement consisting of its common stock and warrants resulting in total gross proceeds of \$2.6 million before placement agents' fees and offering expenses. The offering was led by prominent institutional healthcare investor, Perceptive Advisors, along with new and existing accredited investors.

The private placement in aggregate consisted of 818,250 shares of common stock with an effective purchase price of \$2.00 per share, 48,300 shares of Series A-2 Preferred Stock, convertible into 483,000 shares of common stock, and 5-year warrants to purchase an aggregate of 650,625 shares of common stock at a purchase price of \$3.00 per share. Proceeds of the private placement will be used for working capital and general corporate purposes, including continued development of our MetaSite *Breast*<sup>™</sup> and MenaCalc<sup>™</sup> assays and development of companion diagnostic / therapeutic combinations with strategic partners.

This press release does not constitute an offer to sell or the solicitation of an offer to buy the company's securities, nor shall there be any sale of the company's securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification for an exemption under the securities law of any such jurisdiction, including the registration requirements under U.S. securities laws. For more information regarding the private placement, please see our Form 8-K filed with the U.S. Securities and Exchange Commission on or about October 27, 2016.

## **About MetaStat, Inc.**

MetaStat is a pre-commercial biotechnology company focused on the development and commercialization of diagnostic tests prognostic for risk of cancer metastasis, companion diagnostics to predict drug response, and anti-metastatic drugs. Our driver-based platform technology is based on the pivotal role of the Mena protein and its isoforms, a common pathway for the development of metastatic disease in epithelial-based solid tumors. Our product development strategy is based on identifying patients most at risk for cancer metastasis and targeting the underlying mechanisms that drive the metastatic cascade. Unlike most oncology therapeutics that kill cancer cells directly or inhibit cancer cell proliferation, we focus on preventing aggressive tumors from spreading. This is particularly relevant as most cancer deaths are caused by aggressive tumors that spread throughout

the body and not due to growth of the primary tumor.

### **Forward-Looking Statements**

This press release contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. You are cautioned that such statements are subject to a multitude of risks and uncertainties that could cause future circumstances, events or results to differ materially from those projected in the forward-looking statements as a result of various factors and other risks, including those set forth in the Company's Form 10-K filed with the Securities and Exchange Commission. You should consider these factors in evaluating the forward-looking statements included herein, and not place undue reliance on such statements. The forward-looking statements in this release are made as of the date hereof and the company undertakes no obligation to update such statements.

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