



October 14, 2016

## Biocept Announces Pricing of \$10 Million Public Offering of Common Stock and Warrants

SAN DIEGO, Oct. 14, 2016 /PRNewswire/ -- [Biocept, Inc.](#) (NASDAQ: BIOC), a molecular diagnostics company commercializing and developing blood-based liquid biopsies to provide information to physicians to improve the diagnosis and treatment of cancer, announces the pricing of an underwritten public offering of 9,100,000 shares of its common stock and warrants to purchase up to an aggregate of 9,100,000 shares of its common stock at a combined offering price of \$1.10. The warrants will have a per share exercise price of \$1.10, are exercisable immediately and will expire five years from the date of issuance. The gross proceeds to Biocept from this offering are expected to be approximately \$10,010,000, before deducting the underwriting discount and estimated offering expenses payable by Biocept. Biocept has granted the underwriters a 30-day option to purchase up to 1,365,000 additional shares of common stock at a purchase price of \$1.0331 per share and/or additional warrants to purchase up to 1,365,000 shares of its common stock at a purchase price of \$0.0009 per warrant to cover over-allotments, if any. The offering is expected to close on October 19, 2016, subject to customary closing conditions.



Roth Capital Partners and Feltl and Company are acting as joint book-running managers for the offering. A registration statement relating to these securities has been filed with the Securities and Exchange Commission and became effective on October 13, 2016. The offering will be made only by means of a prospectus. Copies of the prospectus may be obtained, when available, from Roth Capital Partners, 888 San Clemente Drive, Suite 400, Newport Beach, CA 92660, (800) 678-9147 or Feltl and Company, Prospectus Department, 800 LaSalle Avenue, Suite 2100, Minneapolis, MN 55402, telephone: 612-492-8800, e-mail: [prospectus@feltl.com](mailto:prospectus@feltl.com). Investors may also obtain these documents at no cost by visiting the SEC's website at <http://www.sec.gov>.

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 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 Biocept

Biocept, Inc. is a molecular diagnostics company with commercialized assays for lung, breast, gastric, colorectal and prostate cancers, and melanoma. The Company uses its proprietary liquid biopsy technology to provide physicians with information for treating and monitoring patients diagnosed with cancer. The Company's patented Target Selector™ liquid biopsy technology platform captures and analyzes tumor-associated molecular markers in both CTCs and in plasma (ctDNA). With thousands of tests performed, the platform has demonstrated the ability to identify cancer mutations and alterations to inform physicians about a patient's disease and therapeutic options. For additional information, please visit [www.biocept.com](http://www.biocept.com).

### Forward-Looking Statements Disclaimer Statement

This release contains forward-looking statements that are based upon current expectations or beliefs, as well as a number of assumptions about future events. Although we believe that the expectations reflected in the forward-looking statements and the assumptions upon which they are based are reasonable, we can give no assurance that such expectations and assumptions will prove to have been correct. Forward-looking statements are generally identifiable by the use of words like "may," "will," "should," "could," "expect," "anticipate," "estimate," "believe," "intend," or "project" or the negative of these words or other variations on these words or comparable terminology. To the extent that statements in this release are not strictly historical, including without limitation statements as to our expectations regarding the completion, timing and size of the public offering and the expected proceeds therefrom, such statements are forward-looking, and are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The reader is cautioned not to put undue

reliance on these forward-looking statements, as these statements are subject to numerous risk factors as set forth in our Securities and Exchange Commission (SEC) filings. The effects of such risks and uncertainties could cause actual results to differ materially from the forward-looking statements contained in this release. We do not plan to update any such forward-looking statements and expressly disclaim any duty to update the information contained in this press release except as required by law. Readers are advised to review our filings with the SEC, which can be accessed over the Internet at the SEC's website located at [www.sec.gov](http://www.sec.gov).

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