



## OvaScience Announces Proposed Public Offering of Common Stock

March 3, 2014

CAMBRIDGE, Mass.--(BUSINESS WIRE)--Mar. 3, 2014-- [OvaScience<sup>SM</sup>](#), (NASDAQ: OVAS), a global life sciences company focused on the discovery, development and commercialization of new fertility treatments, announced today it has commenced an underwritten public offering of shares of its common stock. OvaScience intends to grant the underwriters a 30-day option to purchase up to an additional 15% of the shares of common stock offered in the public offering to cover over-allotments, if any. All of the shares in the offering will be sold by OvaScience.

Leerink Partners, LLC, is acting as the sole book-running manager of the offering. The offering is subject to market and other conditions and there can be no assurances as to whether or when the offering may be completed, or as to the actual size or terms of the offering.

OvaScience intends to use the net proceeds from this offering to fund OvaPrime<sup>SM</sup> preclinical studies and the anticipated 2015 international launch, expand the AUGMENT<sup>SM</sup> international launch, establish an international subsidiary, and for other general corporate purposes.

The public offering will be made pursuant to a shelf registration statement on Form S-3 that was filed with the Securities and Exchange Commission ("SEC") and is effective. A preliminary prospectus supplement and accompanying base prospectus relating to the offering has been filed with the SEC. The offering is being made only by means of a prospectus and related prospectus supplement, copies of which, when available, may be obtained from Leerink Partners LLC, Attention: Syndicate Department, One Federal Street, 37<sup>th</sup> Floor, Boston, MA, 02110, or by phone at 1-800-808-7525, ext. 4814, or by email at [Syndicate@leerink.com](mailto:Syndicate@leerink.com).

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

### About OvaScience

OvaScience (NASDAQ: OVAS) is a global life sciences company focused on the discovery, development and commercialization of new fertility treatments.

### Forward-Looking Statements

*This press release includes forward-looking statements about the proposed public offering of the Company's common stock, the prospects for the Company's technology in addressing female infertility, the Company's strategy, future plans and prospects, the development and commercialization of the Company's product candidates, the Company's planned international launch of AUGMENT, the Company's plans to establish an international subsidiary, the Company's planned development and 2015 launch of OvaPrime, and the Company's anticipated uses of proceeds in the event the public offering is consummated. These statements constitute forward-looking statements for the purposes of the safe harbor provisions under The Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those indicated by these forward-looking statements as a result of various important factors, including risks related to: market conditions and satisfaction of customary closing conditions related to the proposed offering, the Company's ability to satisfy the Company's obligations to close the proposed offering and the risk that the Company will not use the proceeds from the offering in the manner contemplated; our expectations regarding the regulatory approvals required for AUGMENT and OvaPrime outside of the United States and our expectation that AUGMENT and OvaPrime meet the requirements of a class of products exempt from premarket review and approval under applicable regulations in those countries where we plan to introduce AUGMENT and OvaPrime; the science underlying our product candidates (including AUGMENT, OvaPrime and OvaTure), which is unproven; the successful development of, and ability to obtain regulatory approval for, our product candidates; our ability to develop our product candidates, including AUGMENT, OvaPrime and OvaTure, on the timelines we expect, if at all; our ability to commercialize our product candidates, including AUGMENT and OvaPrime, on the timelines we expect, if at all; and our short operating history; as well as those risks more fully discussed in the "Risk Factors" section of our most recently filed Annual Report on Form 10-K, in addition to the risk factors that are included from time to time in any subsequent SEC filings, including the prospectus supplement related to the proposed offering to be filed with the SEC. The forward-looking statements contained in this press release reflect our current views with respect to future events. We anticipate that subsequent events and developments will cause our views to change. However, while we may elect to update these forward-looking statements in the future, we specifically disclaim any obligation to do so. These forward-looking statements should not be relied upon as representing our view as of any date subsequent to the date hereof.*

###

Source: OvaScience, Inc.

OvaScience, Inc.

Theresa McNeely, 617-299-7356

EVP, Strategic Corporate Communications

[tmcneely@ovascience.com](mailto:tmcneely@ovascience.com)