



PRECISION
THERAPEUTICS

Precision Therapeutics Announces Results of Special Meeting of Stockholders

March 25, 2019

MINNEAPOLIS, March 25, 2019 (GLOBE NEWSWIRE) -- Precision Therapeutics Inc. (Nasdaq: AIPT) (the "Company") announced today that at a special meeting of stockholders held on March 22, 2019, the Company's stockholders approved the Amended and Restated Agreement and Plan of Merger, dated as of October 26, 2018, by and among Precision, Helomics Acquisition, Inc. ("Merger Sub") and Helomics Holding Corporation ("Helomics") (the "Merger Agreement").

In addition to the Amended and Restated Agreement and Plan of Merger, stockholders approved the additional transactions proposed, including (a) the merger of Helomics with and into the Merger Sub (the "Merger") and the issuance of shares of Precision's common stock and Series D convertible preferred stock to Helomics' security holders pursuant to the terms of the Merger Agreement and (b) the issuance of shares of Precision common stock and Precision warrants to the holders of Helomics notes and warrants pursuant to the Company's exchange offer described in the Form S-4 registration statement as amended on January 24, 2019 (the "Exchange Offer"). The stockholders also approved amendments to the Company's Certificate of Incorporation to increase the number of authorized shares of common stock from 50,000,000 to 100,000,000 and to create a classified board of directors; a related amendment to the Company's bylaws, and an amendment to Precision's Amended and Restated 2012 Stock Incentive Plan to increase the reserve of shares of common stock authorized for issuance thereunder to 10,000,000. These approvals have satisfied certain conditions to the consummation of the Merger under the Merger Agreement.

In addition, in the Exchange Offer that was completed on March 22, 2019, the holders of \$7.3 million in principal amount of the Helomics notes, representing 96% of the aggregate principal amount of the Helomics notes, have accepted the Exchange Offer. Such acceptance satisfied a further condition to consummation of the Merger. The exchange of the securities under the Exchange Offer will be effective as of the effective date of the Merger.

Upon the satisfaction or waiver of the remaining conditions under the Merger Agreement, the Company expects the Merger and the Exchange Offer to be completed, and Helomics will become a wholly owned subsidiary of the Company. The Company expects the Merger to become effective during the first part of April 2019. On the effective date, the Company will issue 4.0 million shares of Precision Common Stock and 3.5 million shares of Precision Series D convertible preferred stock ("Series D Preferred Stock") to holders of Helomics capital stock. This issuance is in addition to the 1.1 million shares of Precision Common Stock previously issued to Helomics as consideration for Precision's prior acquisition of a twenty percent ownership interest in Helomics; these 1.1 million shares will remain outstanding and will be distributed to holders of Helomics capital stock. Each share of Precision Series D Preferred Stock is convertible into one share of Precision Common Stock starting one year after issuance, subject to adjustment. In the Exchange Offer, based on the exchange of \$8.6 million in outstanding promissory notes and the associated Helomics warrants, Precision will issue: (1) approximately 8.6 million additional shares of Precision Common Stock, (2) approximately 14.2 million warrants to purchase Precision Common Stock at an exercise price of \$1.00 per share and (3) 0.6 million warrants to purchase Precision Common Stock at an exercise price of \$0.01 per share.

About Precision Therapeutics

Precision Therapeutics (Nasdaq: AIPT) operates in two business areas: first, applying artificial intelligence to personalized medicine and drug discovery to provide personalized medicine solutions for patients and clinicians as well as clients in the pharmaceutical, diagnostic, and biotech industries, and second, production of the FDA-approved STREAMWAY® System for automated, direct-to-drain medical fluid disposal. For additional information, please visit www.precisiontherapeutics.com.

Precision Therapeutics' medicine business is committed to improving the effectiveness of cancer therapy using the power of artificial intelligence (AI) applied to rich data diseases databases. This business has launched with Precision Therapeutics' investment in Helomics Corporation, a precision medicine company and integrated clinical contract research organization whose mission is to improve patient care by partnering with pharmaceutical, diagnostic, and academic organizations to bring innovative clinical products and technologies to the marketplace. In addition to its proprietary precision diagnostics for oncology, Helomics offers boutique CRO services that leverage their patient-derived tumor models, coupled to a wide range of multi-omics assays (genomics, proteomics and biochemical), and a proprietary bioinformatics platform (D-CHIP) to provide a tailored solution to our client's specific needs. Helomics is 25% owned by Precision Therapeutics. Helomics® is headquartered in Pittsburgh, Pennsylvania where the company maintains state-of-the-art, CLIA-certified, clinical and research laboratories. For more information, please visit www.Helomics.com.

Precision Therapeutics has also announced the formation of a subsidiary, TumorGenesis to pursue a new rapid approach to growing tumors in the laboratory, which essentially "fools" the cancer cells into thinking they are still growing inside the patient. Precision Therapeutics and Helomics have also announced a proposed joint venture with GLG Pharma focused on using their combined technologies to bring personalized medicines and testing to ovarian and breast cancer patients, especially those who present with ascites fluid (over one-third of patients). The growth strategy in this business includes securing new partnerships and considering acquisitions in the precision medicine space.

Sold through the Skyline Medical business of Precision Therapeutics, The STREAMWAY System virtually eliminates staff exposure to blood, irrigation fluid and other potentially infectious fluids found in the healthcare environment. Antiquated manual fluid handling methods that require hand carrying and emptying filled fluid canisters present an exposure risk and potential liability. Skyline Medical's STREAMWAY System fully automates the collection, measurement, and disposal of waste fluids and is designed to: 1) reduce overhead costs to hospitals and surgical centers; 2) improve

compliance with OSHA and other regulatory agency safety guidelines; 3) improve efficiency in the operating room, and radiology and endoscopy departments, thereby leading to greater profitability; and 4) provide greater environmental stewardship by helping to eliminate the approximately 50 million potentially disease-infected canisters that go into landfills each year in the U.S. For additional information, please visit www.skylinemedical.com.

Contacts:

Investor Relations
Bret Shapiro, Managing Partner
CORE IR
(516) 222-2560
brets@coreir.com

Media

Jules Abraham
CORE IR
917-885-7378
julesa@coreir.com



Source: Precision Therapeutics Inc.