



July 22, 2016

Onconova Adjusts Pricing of Rights Offering

NEWTOWN, Pa., July 22, 2016 (GLOBE NEWSWIRE) -- Onconova Therapeutics, Inc. (NASDAQ:ONTX) ("Onconova" or the "Company"), a Phase 3 clinical-stage biopharmaceutical company focused on discovering and developing novel products to treat cancer, today announced that it has adjusted the subscription price and related pricing information for its previously announced rights offering. The subscription pricing is now \$4.10 per unit. The subscription period for the rights offering commenced on July 8, 2016, and the subscription rights will expire if they are not exercised by 5:00 PM Eastern Time, on July 26, 2016, unless extended by the company.

Investors that have subscribed at the previous price will now receive the new adjusted price, and any excess payment amount will be returned to investors following the closing of the offering. If exercising subscription rights through a broker, dealer, bank or other nominee, rights holders should promptly contact their nominee and submit subscription documents and payment for the units subscribed for in accordance with the instructions and within the time period provided by such nominee. **The broker, dealer, bank or other nominee may establish a deadline before July 26, 2016 by which instructions to exercise subscription rights, along with the required subscription payment, must be received.**

All record holders of rights that wish to participate in the rights offering must deliver a properly completed and signed subscription rights statement, together with payment of the subscription price for both basic subscription rights and any over subscription privilege election, to the Subscription Agent, to be received before 5:00 PM Eastern Time on July 26, 2016. The Subscription Agent is:

<u>By mail:</u>	<u>By hand or overnight courier:</u>
Wells Fargo Bank, N.A.	Wells Fargo Bank, N.A.
Shareowner Services	Shareowner Services
Voluntary Corporate Actions	Voluntary Corporate Actions
P.O. Box 64858	110 Centre Pointe Curve, Suite 101
St. Paul, Minnesota 55164-0858	Mendota Heights, Minnesota 55120

Under the rights offering, Onconova has distributed 1.5 non-transferable subscription rights to purchase units per share of common stock or warrants. Each right entitles the holder to purchase one unit at the adjusted subscription price of \$4.10 per unit, composed of one share of common stock and 0.75 of a warrant, with each whole warrant exercisable to purchase one share of common stock at an adjusted exercise price of \$4.92 per share for five years from the date of issuance. Onconova has applied to list the warrants on NASDAQ under the symbol "ONTXW," although there is no assurance that a sufficient number of subscription rights will be exercised so that the warrants will meet the minimum listing criteria to be accepted for listing. After the one-year anniversary of issuance, the Company may redeem the Warrants for \$0.001 per Warrant if the volume weighted average price of our common stock is above \$12.30 per share for 10 consecutive trading days. The subscription rights are non-transferrable and may only be exercised during the subscription period.

Onconova has engaged Maxim Group LLC as dealer-manager in the offering. Questions about the rights offering or requests for copies of the prospectus and prospectus supplement may be directed to:

Maxim Group LLC
405 Lexington Avenue
New York, NY 10174
Attention Syndicate Department
Email: syndicate@maximgrp.com
Telephone: (212) 895-3745.

The Company's registration statement on Form S-1 was declared effective by the U.S. Securities and Exchange Commission (SEC) on July 7, 2016. The prospectus relating to and describing the terms of the rights offering has been filed with the SEC as a part of the registration statement and is available on the SEC's web site at <http://www.sec.gov>.

This press release does not constitute an offer to sell or the solicitation of an offer to buy these securities, nor will there be any sale of these securities in any state or other 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 INSPIRE

The **International Study of Phase III IV Rigosertib**, or **INSPIRE**, is based on guidance received from the U.S. Food and Drug Administration and European Medicines Agency and derives from the findings of the ONTIME Phase 3 trial. **INSPIRE** is a multi-center, randomized controlled study to assess the efficacy and safety of IV rigosertib in HR-MDS patients who had progressed on, failed to respond to, or relapsed after previous treatment with an HMA within the first nine months of initiation of HMA treatment. This time frame optimizes the opportunity to respond to treatment with an HMA prior to declaring treatment failure, as per NCCN Guidelines. The trial will enroll approximately 225 patients randomized at a 2:1 ratio into two treatment arms: IV rigosertib plus Best Supportive Care versus Physician's Choice plus Best Supportive Care. The primary endpoint of **INSPIRE** is overall survival and an interim analysis is anticipated. Full details of the **INSPIRE** trial, such as inclusion and exclusion criteria, as well as secondary endpoints, can be found on clinicaltrials.gov (NCT02562443).

About Onconova Therapeutics, Inc.

Onconova Therapeutics is a Phase 3 clinical-stage biopharmaceutical company focused on discovering and developing novel products to treat cancer. Onconova's clinical and pre-clinical stage drug development candidates are derived from its extensive chemical library and are designed to work against specific cellular pathways that are important in cancer cells, while causing minimal damage to normal cells. In addition to rigosertib, the Company's most advanced product candidate, two other candidates are clinical stage, and several candidates are in pre-clinical stages. For more information, please visit <http://www.onconova.com>

Safe Harbor

Some of the statements in this release are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995, which involve risks and uncertainties. These statements relate to future events or Onconova Therapeutics, Inc.'s future operations, clinical development of Onconova's product candidates and presentation of data with respect thereto, regulatory approvals, expectations regarding the sufficiency of Onconova's cash and other resources to fund operating expenses and capital expenditures, Onconova's anticipated milestones and future expectations and plans and prospects. Although Onconova believes that the expectations reflected in such forward-looking statements are reasonable as of the date made, expectations may prove to have been materially different from the results expressed or implied by such forward-looking statements. Onconova has attempted to identify forward-looking statements by terminology including "believes," "estimates," "anticipates," "expects," "plans," "intends," "may," "could," "might," "should," "approximately" or other words that convey uncertainty of future events or outcomes. These statements are only predictions and involve known and unknown risks, uncertainties, and other factors, including Onconova's need for additional financing and current plans and future needs to scale back operations if adequate financing is not obtained, the success and timing of Onconova's clinical trials and regulatory approval of protocols, and those discussed under the heading "Risk Factors" in Onconova's most recent Annual Report on Form 10-K and quarterly reports on Form 10-Q. You should however review additional disclosures we make in our registration statement on Form S-1 for this offering that has been filed with the Securities and Exchange Commission.

Any forward-looking statements contained in this release speak only as of its date. Onconova undertakes no obligation to update any forward-looking statements contained in this release to reflect events or circumstances occurring after its date or to reflect the occurrence of unanticipated events.

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