



## **Rocket Pharmaceuticals Prices Public Offering of Common Stock**

November 28, 2018

NEW YORK--(BUSINESS WIRE)--Nov. 27, 2018-- Rocket Pharmaceuticals, Inc. (NASDAQ:RCKT) ("Rocket") today announced the pricing of an underwritten public offering of 3,550,000 shares of its common stock at a public offering price of \$15.50 per share. The gross proceeds to Rocket from the offering are expected to be approximately \$55 million, before deducting the underwriting discounts and commissions and other estimated offering expenses. Rocket has granted the underwriters a 30-day option to purchase up to an additional 532,500 shares of its common stock.

All the shares in the offering are to be sold by Rocket. The offering is expected to close on or about November 30, 2018, subject to satisfaction of customary closing conditions. Rocket intends to use the net proceeds from this offering to fund the continued development of its pipeline of gene therapies for rare diseases, enhancements to in-house manufacturing, and general corporate purposes.

BofA Merrill Lynch, Cowen and Evercore ISI are acting as joint book-running managers for the offering. Oppenheimer & Co. is acting as lead manager and Ladenburg Thalmann is acting as co-manager.

In addition to the shares sold in the public offering, Rocket announced the concurrent sale of 967,742 shares of common stock at a price of \$15.50 per share, for gross proceeds of approximately \$15 million, in a private placement to RTW Investments, LP, an existing stockholder of the Company and an affiliate of Roderick Wong, the chairman of Rocket's board of directors. The sale of these shares will not be registered under the Securities Act of 1933, as amended, and such shares will be subject to customary resale restrictions. Additionally, RTW has signed a 90-day lock-up with respect to all shares of Rocket beneficially held by RTW.

The public offering is being made by Rocket pursuant to an effective shelf registration statement on Form S-3 that was previously filed with the U.S. Securities and Exchange Commission (the "SEC") and declared effective by the SEC. A final prospectus supplement relating to and describing the terms of this offering will be filed with the SEC. When available, copies of the final prospectus supplement and the accompanying prospectus relating to these securities may be obtained from BofA Merrill Lynch, NC1-004-03-43, 200 North College Street, Third Floor, Charlotte, NC 28255-0001, Attention: Prospectus Department, or by email at [dg.prospectus\\_requests@bamf.com](mailto:dg.prospectus_requests@bamf.com), Cowen and Company, LLC, c/o Broadridge Financial Services, 1155 Long Island Avenue, Edgewood, NY 11717, Attention: Prospectus Department, or by telephone at (631) 274-2806 and Evercore Group L.L.C., Attention: Equity Capital Markets, 55 East 52nd Street, 36th Floor, New York, NY 10055, by telephone at 888-474-0200, or by email at [ecm.prospectus@evercore.com](mailto:ecm.prospectus@evercore.com). You may also obtain these documents free of charge by visiting the SEC's website at [www.sec.gov](http://www.sec.gov).

This press release does 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.

### **Forward-looking Statements**

Various statements in this release concerning Rocket's future expectations, plans and prospects, including without limitation, Rocket's expectations regarding the consummation of the offerings and the satisfaction of customary closing conditions with respect to the offerings and the anticipated use of the net proceeds of the offerings, may constitute forward-looking statements for the purposes of the safe harbor provisions under The Private Securities Litigation Reform Act of 1995 and other federal securities laws and are subject to substantial risks, uncertainties and assumptions. You should not place reliance on these forward-looking statements, which often include words such as "anticipate," "believe," "contemplate," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "seek," "should," "suggest," "target," "will," "will give," "would," or similar terms, variations of such terms or the negative of those terms. Although Rocket believes that the expectations reflected in the forward-looking statements are reasonable, Rocket cannot guarantee such outcomes. Actual results may differ materially from those indicated by these forward-looking statements as a result of various important factors, including, without limitation, changes as a result of market conditions or for other reasons, the risk that the offerings will not be consummated, and the impact of general economic, industrial or political conditions in the United States or internationally, as well as those risks more fully discussed in the section entitled "Risk Factors" in Rocket's Annual Report on Form 10-K for the year ended December 31, 2017. Accordingly, you should not place undue reliance on these forward-looking statements. All such statements speak only as of the date made, and Rocket undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

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