

Edinburgh, U.K. 27<sup>th</sup> Sept 2017

# NuCana plc Announces Pricing of Initial Public Offering

Edinburgh, United Kingdom, September 27, 2017 (GLOBE NEWSWIRE) – NuCana plc (Nasdaq:NCNA), a clinical-stage biopharmaceutical company focused on significantly improving treatment outcomes for cancer patients by applying its ProTide<sup>™</sup> technology to transform some of the most widely prescribed chemotherapy agents into more effective and safer medicines, announced today the pricing of its initial public offering of 6,667,000 American Depositary Shares ("ADSs") at a price to the public of \$15.00 per ADS, for total gross proceeds of approximately \$100.0 million, before deducting underwriting discounts and commissions. Each ADS represents one ordinary share of NuCana.

In addition, NuCana has granted the underwriters a 30-day option to purchase up to 1,000,050 additional ADSs at the initial offering price to cover over-allotments, if any. All of the ADSs are being offered by NuCana.

NuCana's ADSs have been approved for listing on the NASDAQ Global Select Market and are expected to begin trading under the symbol "NCNA" on September 28, 2017. The offering is expected to close on October 2, 2017, subject to customa.

Citigroup, Jefferies and Cowen are acting as joint book-running managers for the offering, and William Blair is acting as co-manager for the offering.

A registration statement on Form F-1 relating to these securities has been filed with the U.S. Securities and Exchange Commission (the "SEC") and was declared effective on September 27, 2017. Copies of the registration statement can be accessed by visiting the SEC's website at www.sec.gov.

This offering is being made only by means of a prospectus. A copy of the final prospectus relating to the offering will be filed with the SEC and may be obtained, when available, by contacting Citigroup Global Markets Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by phone at (800) 831-9146, Jefferies LLC, Attention: Equity Syndicate Prospectus Department, 520 Madison Avenue, 2nd Floor, New York, NY 10022, or by telephone at (877) 547-6340 or by e-mail at Prospectus\_Department@Jefferies.com, or Cowen and Company, LLC, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, Attention Prospectus Department or by phone at (631) 274-2806.

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 jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of such state or jurisdiction.

### For readers in the European Economic Area

In any EEA Member State that has implemented the Prospectus Directive (as defined below), this communication is only addressed to and directed at qualified investors in that Member State within the meaning of the Prospectus Directive. The term "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU, to the extent implemented in each relevant Member State), together with any relevant implementing measure in the relevant Member State.

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# For readers in the United Kingdom

There will be no offer of ADSs to the public in the United Kingdom. This communication, in so far as it constitutes an invitation or inducement to enter into investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000 as amended ("FSMA")) in connection with the securities which are the subject of the offering described in this press release or otherwise, is being directed only at (i) persons who are outside the United Kingdom or (ii) persons who have professional experience in matters relating to investments who fall within Article 19(5) ("Investment professionals") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order") or (iii) certain high value persons and entities who fall within Article 49(2)(a) to (d) ("High net worth companies, unincorporated associations etc.") of the Order; or (iv) any other person to whom it may lawfully be communicated (all such persons in (i) to (iv) together being referred to as "relevant persons"). The ADSs are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such ADSs will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this document or any of its contents. This communication does not contain an offer or constitute any part of an offer to the public within the meaning of ss. 85 and 102B of FSMA or otherwise.

## About Nucana

NuCana is a clinical-stage biopharmaceutical company focused on significantly improving treatment outcomes for cancer patients by applying its ProTide<sup>™</sup> technology to transform some of the most widely prescribed chemotherapy agents, nucleoside analogs, into more effective and safer medicines. NuCana's most advanced ProTide candidates, Acelarin<sup>®</sup> and NUC-3373, are new chemical entities derived from the nucleoside analogs gemcitabine and 5-fluorouracil, respectively, two widely used chemotherapy agents. Acelarin<sup>®</sup> is currently being evaluated in three clinical studies across several solid tumor indications, including ovarian cancer, biliary cancer and pancreatic cancer. NUC-3373 is currently in a Phase 1 study for the potential treatment of a wide range of advanced solid tumor cancers.

#### Forward-Looking Statements

This press release includes certain disclosures which contain "forward-looking statements," including, without limitation, statements regarding the anticipated timing of the closing of the offering. You can identify forward-looking statements because they contain words such as "believes" and "expects." Forward-looking statements are based on NuCana's current expectations and assumptions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that may differ materially from those contemplated by the forward-looking statements, which are neither statements of historical fact nor guarantees or assurances of future performance. Important factors that could cause actual results to differ materially from those in the forward-looking statements are set forth in NuCana's filings with the Securities and Exchange Commission, including its registration statement on Form F-1, as amended from time to time, under the caption "Risk Factors."

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