



Exelixis Prices Public Offering of Common Stock

July 24, 2015

SOUTH SAN FRANCISCO, Calif.--(BUSINESS WIRE)--Jul. 23, 2015-- Exelixis, Inc. (Nasdaq:EXEL) today announced the pricing of its underwritten public offering of 25,000,000 shares of newly issued common stock at a price to the public of \$5.40 per share. The gross proceeds to Exelixis from this offering are expected to be approximately \$135 million, before deducting the underwriting discount and other estimated offering expenses payable by Exelixis. Exelixis also granted the underwriters a 30-day option to purchase up to an additional 3,750,000 shares of its common stock. All of the shares are being sold by Exelixis.

Exelixis currently expects to use the net proceeds from the offerings for general corporate purposes, including for clinical trials, build-out of commercial infrastructure, research and development, capital expenditures and working capital.

Cowen and Company, William Blair and Stifel are acting as bookrunners for the offering. The offering is being conducted by means of a prospectus supplement filed as part of a shelf registration statement previously filed with the Securities and Exchange Commission (SEC) on Form S-3.

Exelixis expects to close the offering on or about July 29, 2015, subject to customary closing conditions.

This announcement 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 offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. This press release is being issued pursuant to and in accordance with Rule 134 under the Securities Act of 1933, as amended. Any offer, if at all, will be made only by means of a prospectus, including a prospectus supplement, forming a part of the effective registration statement. Copies of the preliminary prospectus supplement and base prospectus relating to the offering, and the final prospectus supplement when available, may be obtained from Cowen and Company, LLC (c/o Broadridge Financial Services., 1155 Long Island Avenue, Edgewood, NY 11717, Attn: Prospectus Department, Phone: 631-274-2806, Fax: 631-254-7140); William Blair & Company, L.L.C., Attention Prospectus Department, 222 West Adams Street, Chicago, Illinois 60606, Phone: 800-621-0687, Email: prospectus@williamblair.com; and Stifel, Nicolaus & Company, Incorporated, Attention: Syndicate, One Montgomery Street, Suite 3700, San Francisco, California 94104, Phone: 415-364-2720, Email: syndprospectus@stifel.com. Exelixis has filed a preliminary prospectus supplement, and will file a final prospectus supplement, relating to the offering with the SEC, which are or will be available along with the prospectus filed with the SEC in connection with the shelf registration statement, on the SEC's website at <http://www.sec.gov>.

About Exelixis

Exelixis, Inc. is a biopharmaceutical company committed to developing small molecule therapies for the treatment of cancer.

Forward-Looking Statements

This announcement contains forward-looking statements, including statements relating to Exelixis' expectations regarding the completion of the proposed public offering and the amount and use of the anticipated net proceeds therefrom. These statements are subject to significant risks and uncertainties and actual results could differ materially from those projected. Exelixis cautions investors not to place undue reliance on the forward-looking statements contained in this release. These risks and uncertainties include, without limitation, risks and uncertainties related to satisfaction of customary closing conditions related to the public offering. There can be no assurance that Exelixis will be able to complete the public offering on the anticipated terms, or at all. Risks and uncertainties relating to Exelixis and its business, as well as this offering, can be found in the "Risk Factors" section of the preliminary prospectus supplement related to the offering filed with the SEC on July 21, 2015. Exelixis undertakes no duty or obligation to update any forward-looking statements contained in this release as a result of new information, future events or changes in Exelixis' expectations.

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