



2017 | Transformational Year

Business Update Q2: August 14, 2017



Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the federal securities laws. You can identify these statements by our use of such words as “before,” “track,” “will,” “should,” “could,” “anticipates,” “intends,” “guidance,” “objectives,” “optimistic,” “future,” “expects,” “plans,” “estimates,” “continue,” “drive,” “strategy,” “potential,” “potentially,” “growth,” “long-term,” “projects,” “projected,” “intends,” “believes,” “goals,” “sees,” “seek,” “develop,” “possible,” “new,” “emerging,” “opportunity,” “pursue” and similar expressions that do not relate to historical matters. Forward-looking statements in this presentation may include, but are not limited to, statements or inferences about the Company’s or management’s beliefs or expectations, including with respect to the effectiveness and design of its product candidates, success of its collaborations, clinical trials and pre-clinical development efforts and programs, and its ability to obtain and maintain regulatory approval for its implant products, bioreactors, scaffolds and other devices we pursue, including for the esophagus or airway; the outlook for the life sciences industry and the field of regenerative medicine; the Company’s current products or products in development; the Company’s business strategy; the Company’s anticipated regulatory approvals; future revenues and earnings; the strength of the Company’s market position, business model and intellectual property rights; opportunities or potential opportunities in the field of regenerative medicine and related markets; the success of treatments utilizing the Company’s products or product candidates; the market demand and opportunity for the Company’s products, or the product candidates it is developing or intends to develop and the Company’s plans, objectives and intentions that are not historical facts.

These statements involve known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Factors that may cause the Company’s actual results to differ materially from those in the forward-looking statements include the success of the Company’s collaborations, clinical trials and pre-clinical development efforts and programs, which success may not be achieved on a timely basis or at all; the Company’s ability to obtain and maintain regulatory approval for its implant products, bioreactors, scaffolds and other devices it pursues, including for the esophagus or airway, which approvals may not be obtained on a timely basis or at all; the Company’s ability to access debt and equity markets and raise additional funds when needed; the number of patients who can be treated with the Company’s products; the amount and timing of costs associated with the Company’s development of implant products, bioreactors, scaffolds and other devices; the Company’s failure to comply with regulations and any changes in regulations; unpredictable difficulties or delays in the development of new technology; the Company’s collaborators or other third parties we contract with, including with respect to conducting any clinical trial or pre-clinical development efforts, not devoting sufficient time and resources to successfully carry out their duties or meet expected deadlines; the Company’s ability to attract and retain qualified personnel and key employees and retain senior management; potential liability exposure with respect to the Company’s products; the Company’s inability to operate effectively as a stand-alone, publicly traded company; the actual costs of separation may be higher than expected; the availability and price of acceptable raw materials and components from third-party suppliers; difficulties in obtaining or retaining the management and other human resource competencies that the Company needs to achieve its business objectives; increased competition in the field of regenerative medicine and the financial resources of its competitors; the Company’s ability to obtain and maintain intellectual property protection for its product candidates; the Company’s inability to implement its growth strategy; plus factors, plus factors described under the heading “Item 1A. Risk Factors” in the Company’s Annual Report on Form 10-K filed with the SEC on March 17, 2017 or described in the Company’s other public filings. The Company’s results may also be affected by factors of which the Company is not currently aware. The Company may not update these forward-looking statements, even though its situation may change in the future, unless it has obligations under the federal securities laws to update and disclose material developments related to previously disclosed information. Except as otherwise noted herein, any forward looking statements represent the Company’s estimates as of August 14, 2017 and should not be relied upon as representing our estimates as of any other date.



Q2 2017 Financial Review



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



- Q2 2017 net loss was \$3.6 million, or \$0.10 per diluted share, compared to \$2.7 million, or \$0.17 per diluted share, for Q2 2016
- Six months YTD 2017 net loss was \$7.4 million, or \$0.23 per diluted share, compared to \$5.2 million, or \$0.35 per diluted share, for the same period in 2016
- Secured financing providing a capital runway through 2019

2017 | Financial Stability and Speed to Market



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



Transforming into a clinical-stage company

Focused on value growth

Strong surgeon interest

Continued pre-clinical and clinical execution

Continually improving organizationally

Actively building vital capabilities

Expanding and deepening partnerships

Today | Sharing Our Plans for Continued Progress

BIOSTAGE 2017

Financed and Focused

Building on Momentum & Continuing to Build Value

Financial Stability and Clinical Prioritization



Financial Validation



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



FINANCIAL VALIDATION

- Biostage to close agreement with strategic investor, First Pecos that provides a runway through 2018
- More to follow on opportunity through future rights offering
- Chip Greenblatt and Dr. Saverio LaFrancesca are added to Board of Directors
- “Enough money to get to the finish line”

Clinical Validation



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



CLINICAL VALIDATION

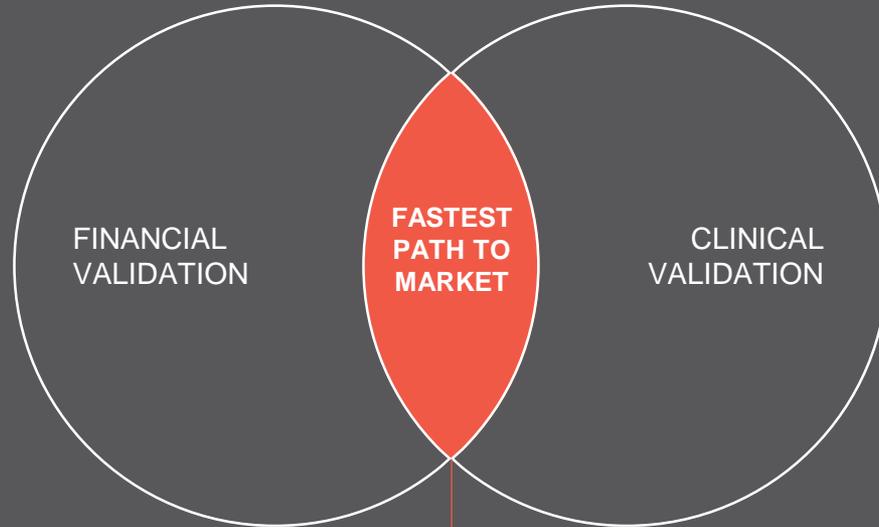
- Further clinical & regulatory validation of our Cellspan implant as evidenced by FDA single patient expanded access approval
- The patient is alive now 3 months from a successful surgery
- The Esophageal Cellspan Implant performed as designed
- Biostage / Mayo Clinic and Biostage / UT Houston collaborative research presented at Scientific Conferences
- Pediatric surgeons showing strong interest



Development Prioritization: Esophageal Atresia



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



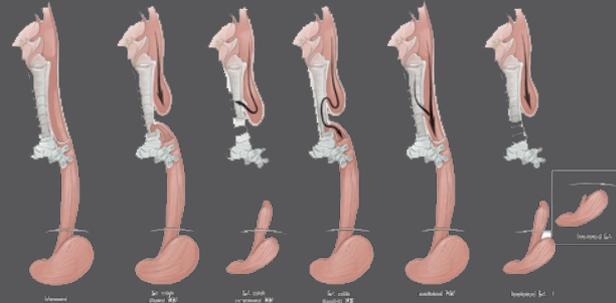
CELLSPAN PEDIATRIC ESOPHAGEAL IMPLANT

**CLEAR AND MOST URGENT UNMET MEDICAL NEED |
FDA PRIORITY REVIEW VOUCHER | PATIENTS WITH FEWER ALTERNATIVES**



Esophageal Atresia | A Life-Threatening Condition and Urgent Need

Approximately
1 in 3,500 babies
in the US is born
with esophageal
atresia



Gap between upper and lower esophagus

Congenital defect

Active collaboration with Connecticut Children's Medical
Center and UT Health in Houston

May qualify for rare pediatric disease priority review
voucher program under 21st Century Cures Act

Clinical & Financial Validation | Development Prioritization



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia

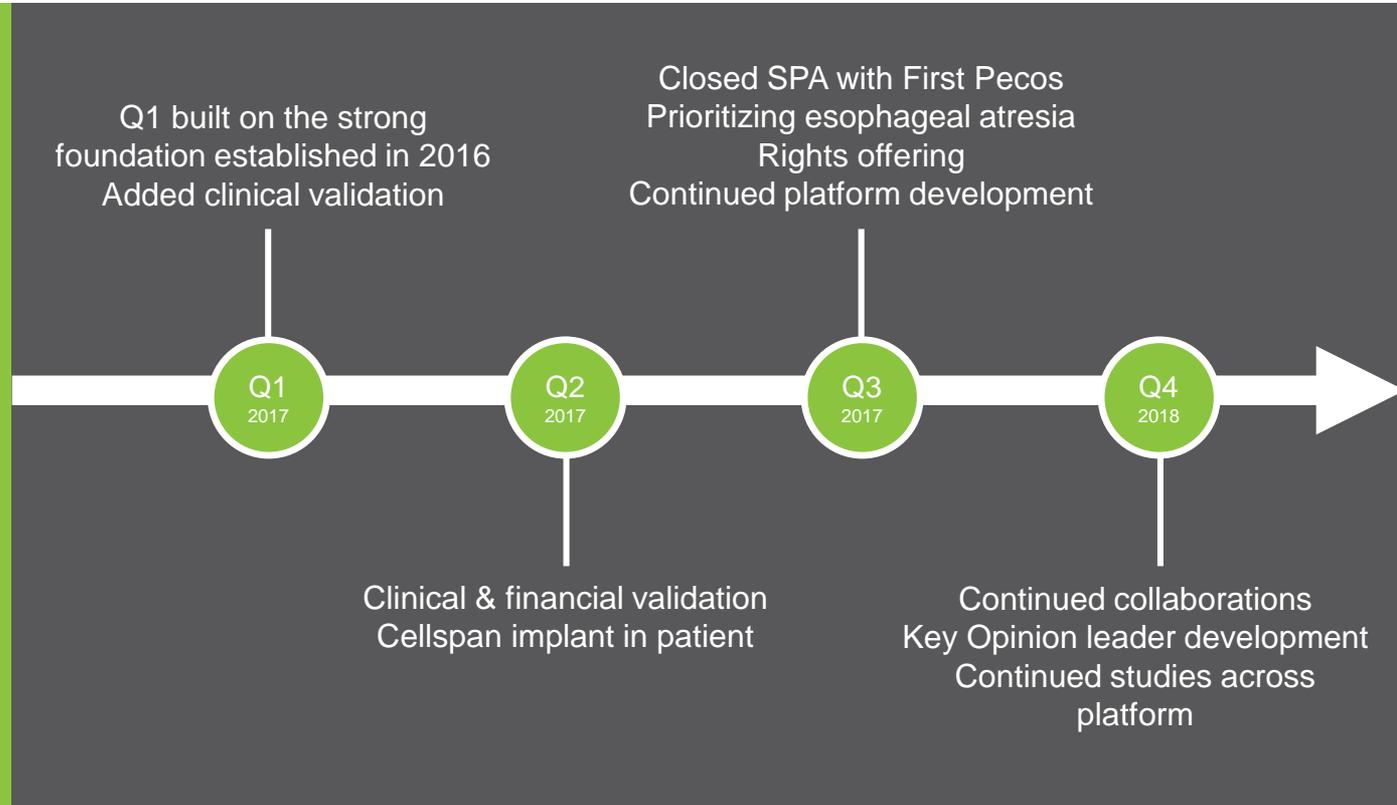


Clinical Validation	Financial Validation	Development Status
First in patient use	Closed stock purchase agreement with First Pecos	Esophageal atresia chosen as lead program
Preclinical model for pediatric application	Extends runway through 2018	Continuing adult esophagus program
Conference participation	Chip Greenblatt appointed to Board	Adult IND to follow esophageal atresia
Posters and presentations	Opportunity to participate in rights offering	Esophageal atresia largest unmet need
Dr. Saverio LaFrancesca appointed to Board	"Enough money to get to the finish line"	Bonus: Securing eligibility for priority review voucher

2017 | Runway



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



Building Relationships and Clinical Evidence



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



Dennis Wigle, MD, PhD
Chairman, Department of Thoracic Surgery



Christine Finck, MD
Surgeon-in-Chief



Charles S. Cox, Jr. MD
Director, Children's Regenerative Medicine



**AMERICAN ASSOCIATION
FOR THORACIC SURGERY**
A Century of Modeling Excellence



Joseph Vacanti, MD
Co-Chair, Biostage Scientific Advisory Board



McGOWAN INSTITUTE FOR REGENERATIVE MEDICINE
Regeneration Through Innovation™
Stephen Badylak, DVM, PhD, MD
Co-Chair, Biostage Scientific Advisory Board

ALLIANCE for
Regenerative Medicine



**American Pediatric
Surgical Association**

2017 | Value Creation Moment



- Securing financial runway
- Increasing clinical validation
- Prioritizing Esophageal Atresia



Thank You

Q&A

