TG Therapeutics

Corporate Presentation

February 2019

Tar**G**eting B-Cell Diseases

Forward Looking Safe Harbor Statement

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are often, but not always, made through the use of words or phrases such as "anticipates", "expects", "plans", "believes", "intends", and similar words or phrases. Such statements involve risks and uncertainties that could cause TG Therapeutics' actual results to differ materially from the anticipated results and expectations expressed in these forward-looking statements. These statements are only predictions based on current information and expectations and involve a number of risks and uncertainties. Actual events or results may differ materially from those projected in any of such statements due to various factors, including the risks and uncertainties inherent in clinical trials, drug development, and commercialization. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. All forward-looking statements are qualified in their entirety by this cautionary statement and TG Therapeutics undertakes no obligation to update these statements, except as required by law.

Our Goal

To develop the best possible treatment for B-cell diseases

(Cancers: CLL, FL, MZL, DLBCL and Autoimmune: MS, RA, Lupus, etc.)

Ideally, developing curative combination regimens

(solutions development v. drug development)

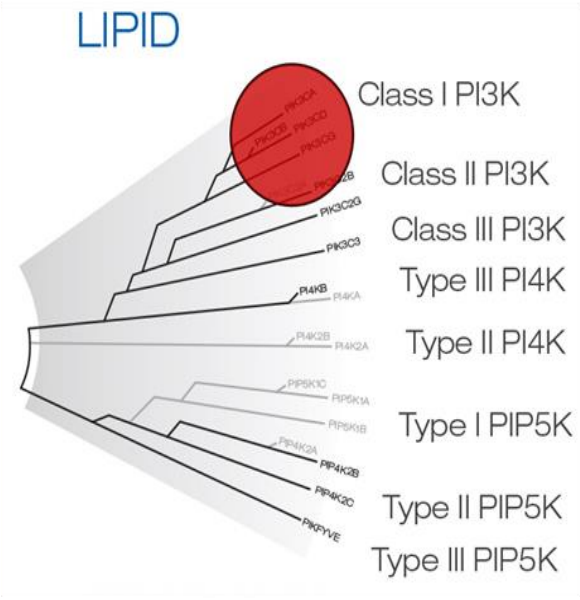
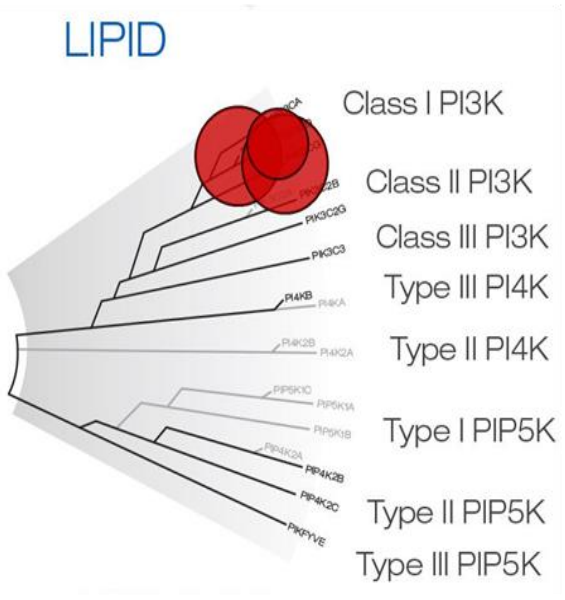
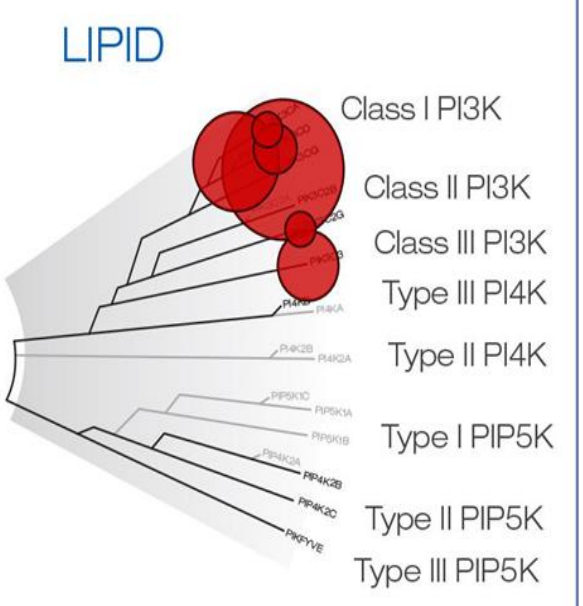
B-Cell Focused Platform

Clinical Stage Portfolio Overview

Product	Mechanism of Action	Stage of Development
Umbralisib	PI3Kδ/CK1ε	Phase 3
Ublituximab	Anti-CD20	Phase 3
TG-1501	Anti-PD-L1	Phase 1b
TG-1701	BTKi	Phase 1
TG-1801	Anti-CD47/CD19	Phase 1

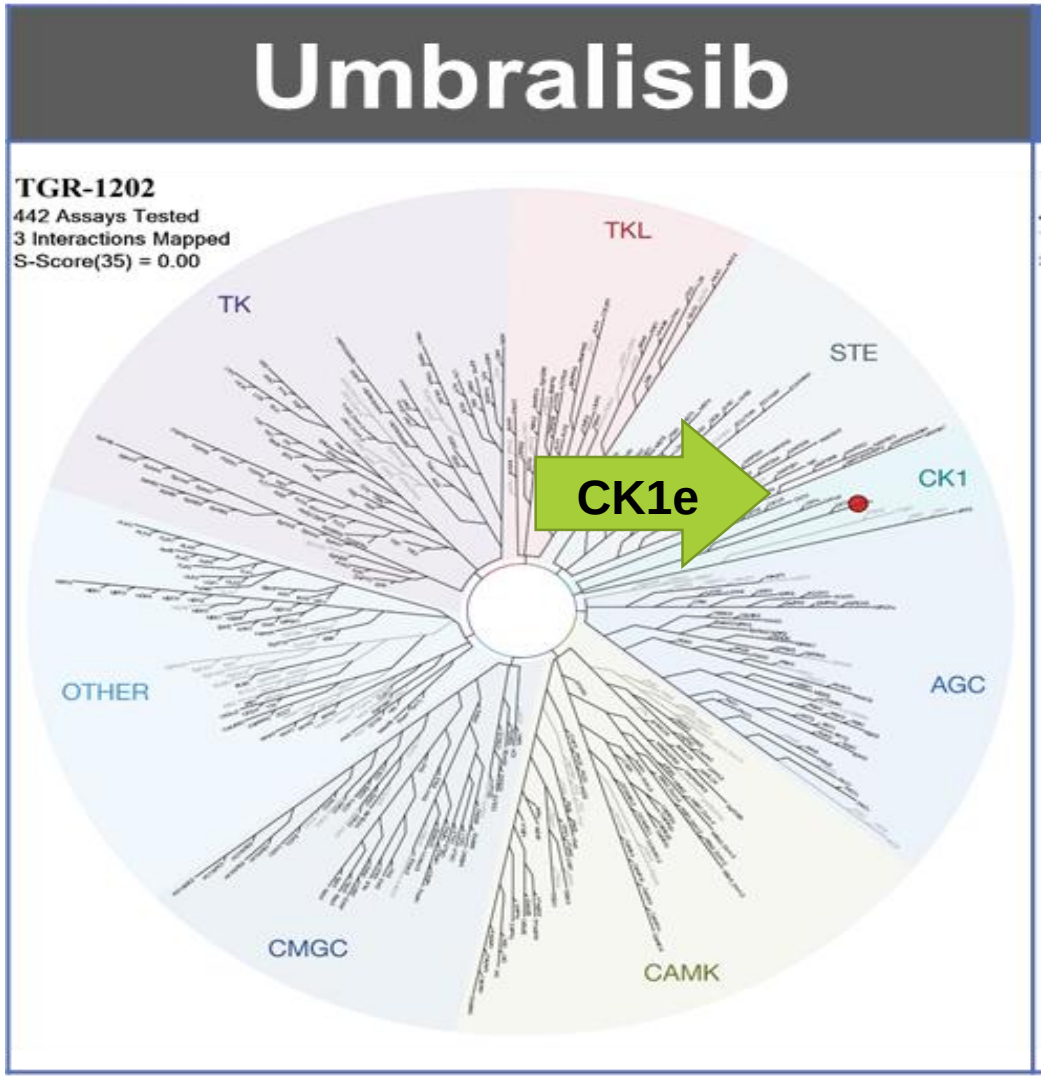
Umbralisib (TGR-1202)	Ublituximab (TG-1101)
Next Generation PI3K delta inhibitor	Next Generation anti-CD20 monoclonal antibody
Overcomes 1st generation Toxicity	Glycoengineered for enhanced potency over 1st generation
Activity across NHL and CLL	Activity in Rituxan refractory patients
Once daily oral dosing vs. BID	Shorter infusions than all other anti-CD20s (1.5 v 3-4 hours)

Umbralisib: Selectivity

Umbralisib	Idelalisib	Duvelisib
		

DiscoverX KINOMEscan

Umbralisib: Selectivity



DiscoverX KINOMEscan

Umbralisib: Tolerability

Integrated Safety Analysis of Umbralisib (n=347)

All Grades, All Causality, AEs Occurring in >15% of Patients

Diarrhea	44%
Nausea	39%
Fatigue	35%
Neutropenia	22%
Anemia	20%
Vomiting	19%
Dizziness	18%
Thrombocytopenia	18%
Cough	17%
Decreased appetite	16%
Headache	16%

Grade 3/4, All Causality, AEs Occurring in >2% of Patients

Neutropenia	16%
Anemia	5%
Thrombocytopenia	5%
Diarrhea	4%
Pneumonia	4%
Dyspnea	3%
Hypokalemia	3%

Immune-mediated adverse events were infrequent:

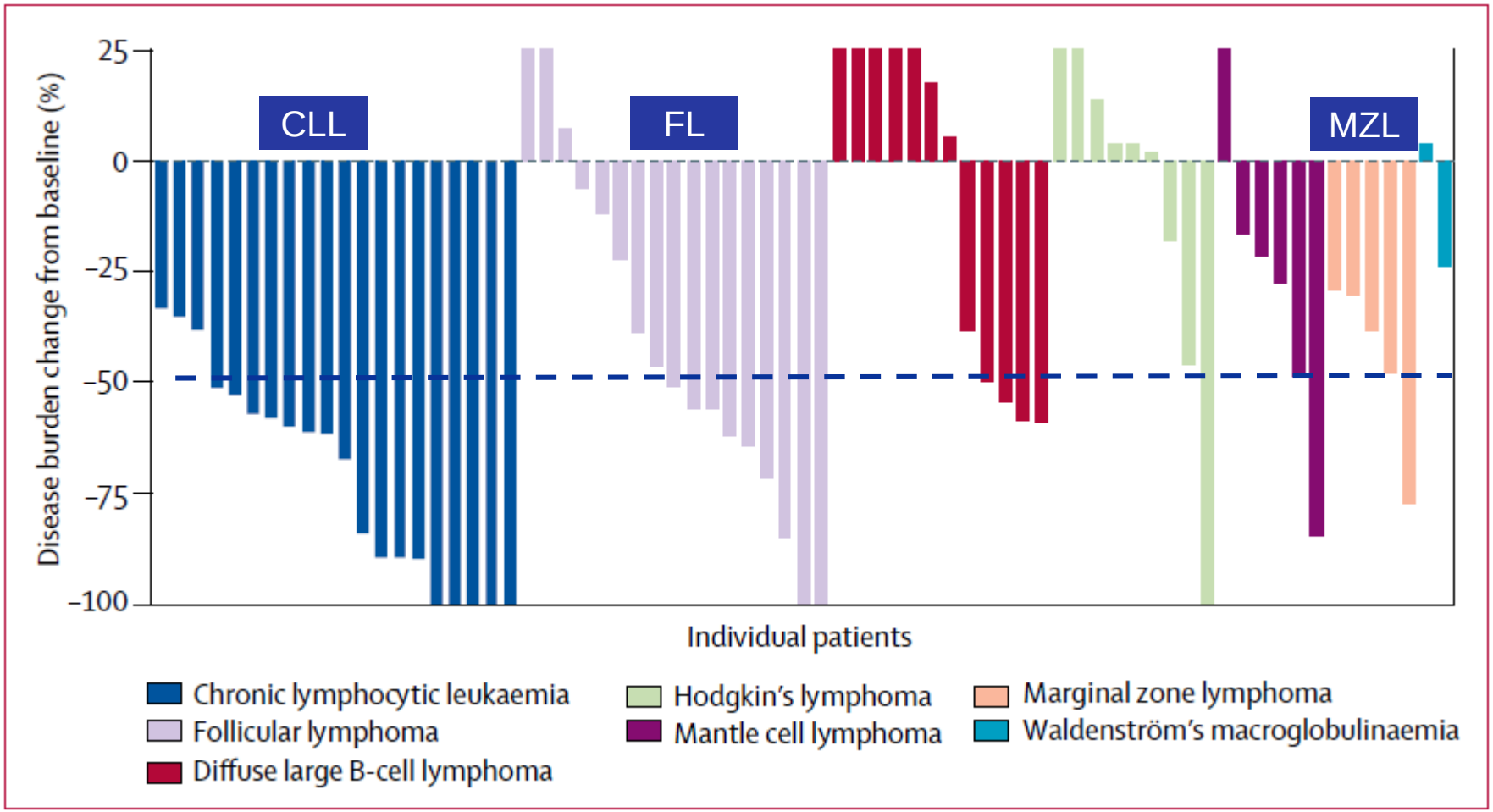
- transaminitis (9%; Gr.3/4 2%);
- colitis (<1.5%; Gr.3/4 <1%);
- pneumonitis (<1.5%; Gr.3/4 <0.5%)

- **Discontinuations due to AEs were rare at under 10%**

Davids et al, EHA 2018

Umbralisib: Activity

Umbralisib Single Agent Phase 1 Results *(as published in Lancet Oncology)*

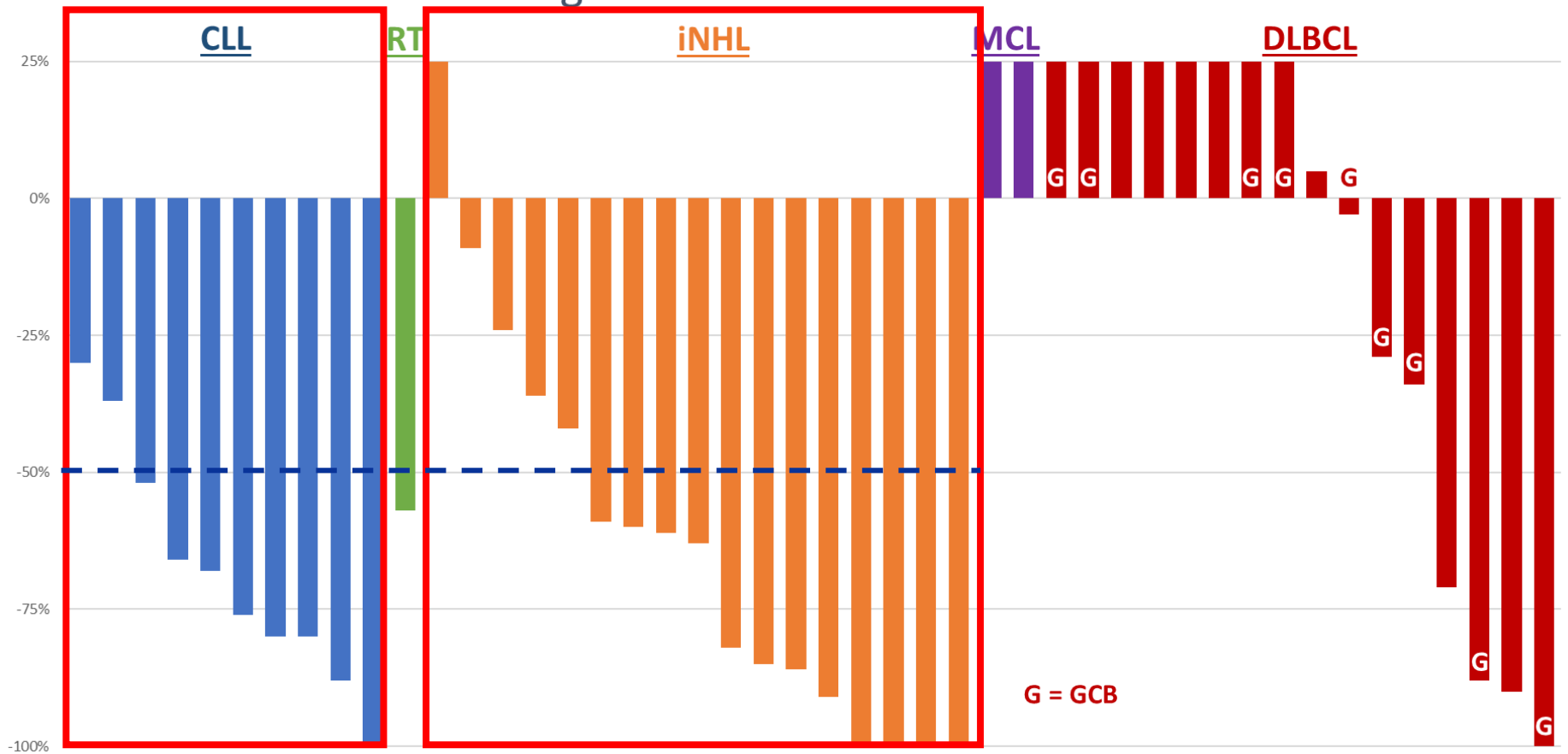


Lancet Oncology, February 2018

Ublituximab+Umbralisib 'U2' Interim Phase 1 Results

Patients Treated at the "Higher Doses" of TGR-1202

Best Percent Change from Baseline in Disease Burden



Lunning, et al, ASH 2015

Multiple Pivotal Programs…

All fully enrolled, waiting for data

Program	Target Data Release
UNITY NHL TG THERAPEUTICS GLYCOENGINEERED UBLITUXIMAB + PI3K DELTA TGR-1202 PREVIOUSLY TREATED NHL PATIENTS	MZL – Met Primary Endpoint FL/SLL – Target 2H-2019
UNITY CLL TG THERAPEUTICS GLYCOENGINEERED UBLITUXIMAB + PI3K DELTA TGR-1202 PHASE 3 TRIAL IN CLL	PFS Target Readout: 2H-2019/ 1H-2020
ULTIMATE I&II TG THERAPEUTICS GLYCOENGINEERED UBLITUXIMAB PHASE 3 TRIALS IN MS	Mid-2020

Umbralisib and U2 in Relapsed/Refractory Marginal Zone Lymphoma (MZL)

- **Feb 2019 – Trial Met Primary End Point**
  - **Exceeding 40% ORR hurdle**
- **Breakthrough Therapy Designation (BTD) recently granted for umbralisib to treat rel/ref MZL**
- **April 1, 2019 – Interim MZL Data to be presented via oral presentation at AACR annual meeting 2019**
- Ibrutinib received accelerated approved with 46% ORR
- Approximately 7,500 new cases per year, with ~3,000 relapsed patients needing treatment each year

UNITY-NHL Trial
MZL Cohort

Fully Enrolled

Umbralisib (TGR-1202) Monotherapy

Full Enrollment Complete	**69 patients**
Target ORR	40 – 50%
Enrollment Complete	3Q-18
Target Full Data Presentation	YE-19

Umbralisib in Relapsed/Refractory Follicular Lymphoma (FL) & Small Lymphocytic Lymphoma (SLL)

- Approximately 15,000 new FL cases per year with ~7,500 relapsed patients needing treatment per year
- 53% ORR for umbralisib single agent at higher doses in r/r FL in Phase 1 at higher doses *(Published in Lancet Oncology February 2018)*
- Defined path for accelerated approval based Copanlisib approval

UNITY-NHL Trial
FL/SLL Cohort

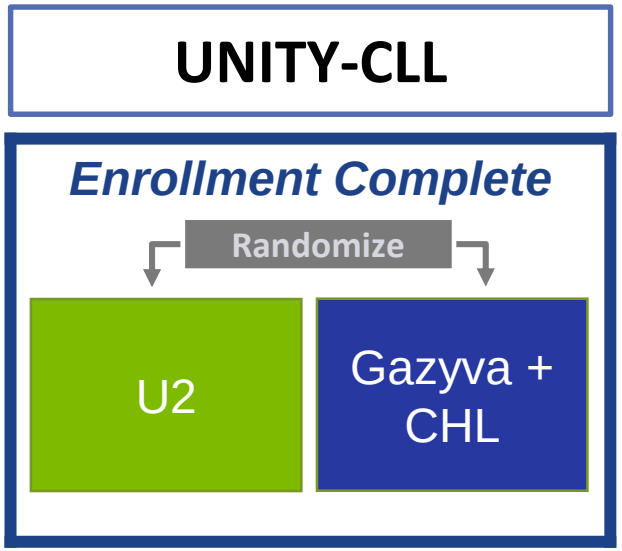
Fully Enrolled

Umbralisib (TGR-1202) Monotherapy

Full Enrollment Complete	**~100**
Target ORR	40-50%
Enrollment Complete	3Q-18
Top-Line Data	2H-19

For the Treatment of CLL

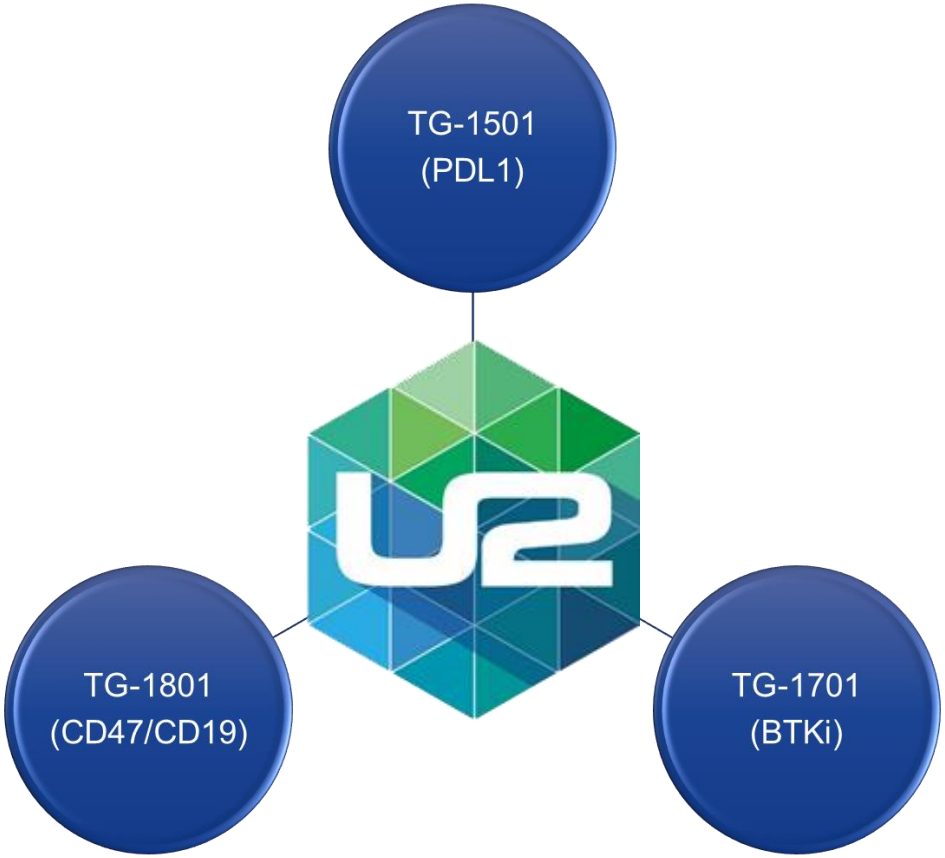
- There are ~115,000 Americans living with CLL and ~20,000 newly diagnosed each year
- 85% ORR for umbralisib at higher doses in r/r CLL in Phase 1 *(Published in Lancet Oncology February 2018)*
- UNITY-CLL trial conducted under Special Protocol Assessment (SPA)
- U2 expected to be the only novel doublet approved for BOTH newly-diagnosed and relapsed patients



Study Enrollment	~420
Target PFS Readout	2H-19/ 1H-20

B-Cell Platform Provides Next Gen Combo's

Multiple triple and quad combinations possible across NHL and CLL



Potential Highlight Opportunities For Portfolio		
U2	1701 (BTK)	CLL, FL, MZL and MCL
U2	1501 (PDL1)	BTK ref CLL and RT
U2	1801 (CD47/Cd19)	FL, MZL, CLL
Ublituximab	1501 and 1801 "Triple Immunotherapy"	DLBCL and FL

TG-1501: PD-L1 Blocking Antibody

TG-1501 Development

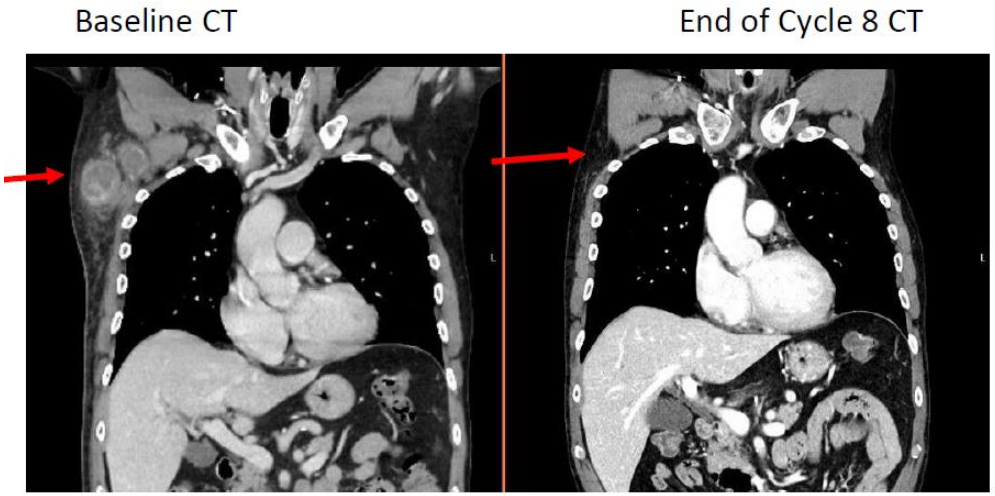
- Phase 1 in Australia established 800mg every 2 weeks as dose in solid tumors
- Phase 1b Heme Cancers to commence 1Q19, starting dose 800mg
- In 1H19:
  - Amend U2 + pembro study to replace pembro with TG-1501
  - Phase 1b expansion cohort TG-1501 in Primary Mediastinal DLBCL (accelerated approval strategy)

Ublituximab + Umbralisib + Pembro

Response Rate Observed with Triple Therapy

Group	N	CR N (%)	PR N (%)	ORR N (%)
CLL	10	1 (10%)	8 (80%)	**9 (90%)**
RT	4	2 (50%)	0	**2 (50%)**

Case 2: Heavily pre-treated patient with Richter's transformation



Mato, et al. ASH 2018

TG-1701: Oral BTK inhibitor

TG-1701 Phase 1 Trial

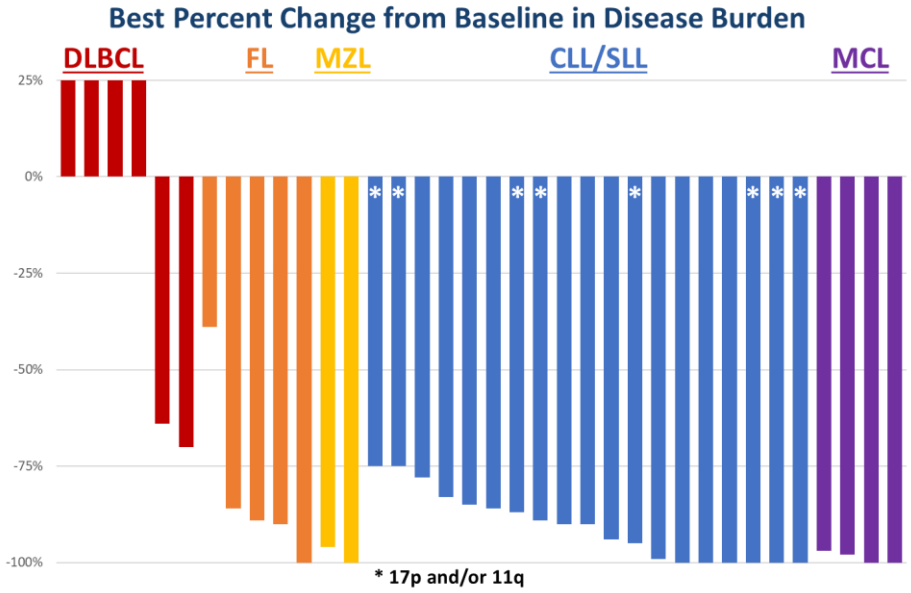
- Phase 1 currently enrolling in Australia
- First 2 cohorts fully enrolled (6 patients)
- Results of first cohort (3 patients at 100mg):
  - MCL – Partial Response
  - WM – Partial Response
  - DLBCL – Discontinued (PD)

Ublituximab + Umbralisib (U2) + Ibrutinib

Response Rate Observed with Triple Therapy

Type	Pts (n)	CR† (n)	PR (n)	ORR n (%)	SD (n)	PD (n)
CLL/SLL	19	6	13	19 (100%)	-	-
MZL	2	1	1	2 (100%)	-	-
MCL	4	2	2	4 (100%)	-	-
FL	5	1	3	4 (80%)	1	-
DLBCL	6	-	1	1 (17%)	-	5
Total	**36**	**10**	**20**	**30 (83%)**	**1**	**5**

†CLL: 4/6 CR's pending bone marrow confirmation



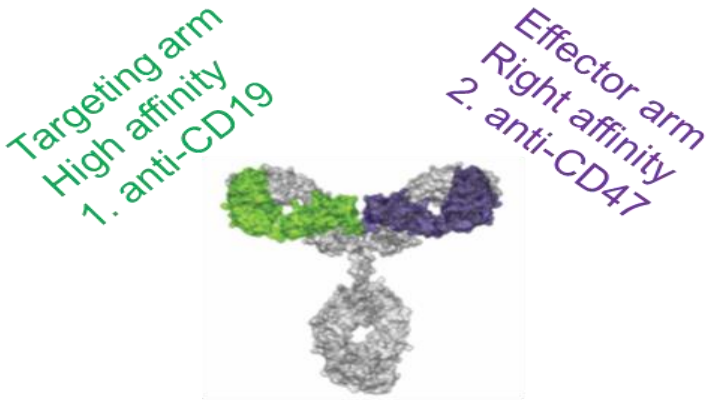
Nastoupil et al, Lugano 2017

TG-1801: CD47/CD19 Bi-specific Antibody

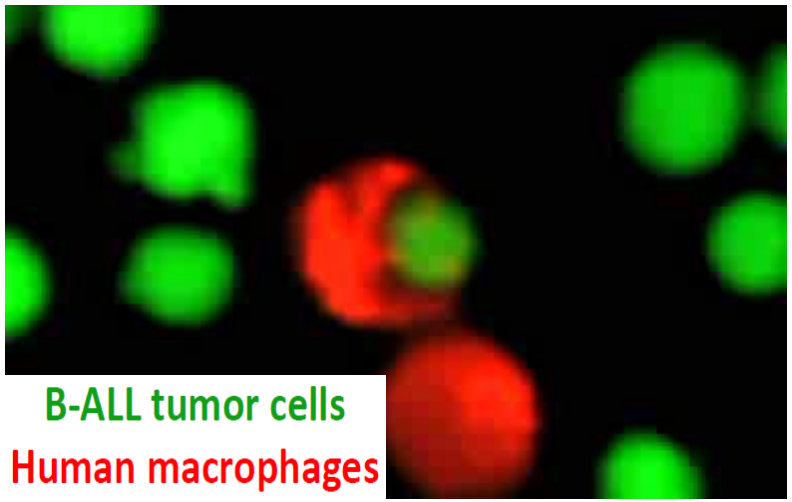
Key Highlights

- Dual targeting of two key immuno-oncology proteins (CD47 and CD19)
  - Designed to enhance activity while limiting off-target toxicity
- Traditional antibody half-life expected to enable every 2 - 4 week dosing
- Significant pre-clinical synergy when combined with anti-CD20 monoclonal antibody
- Phase 1 commenced in Feb-19

Dual Targeting



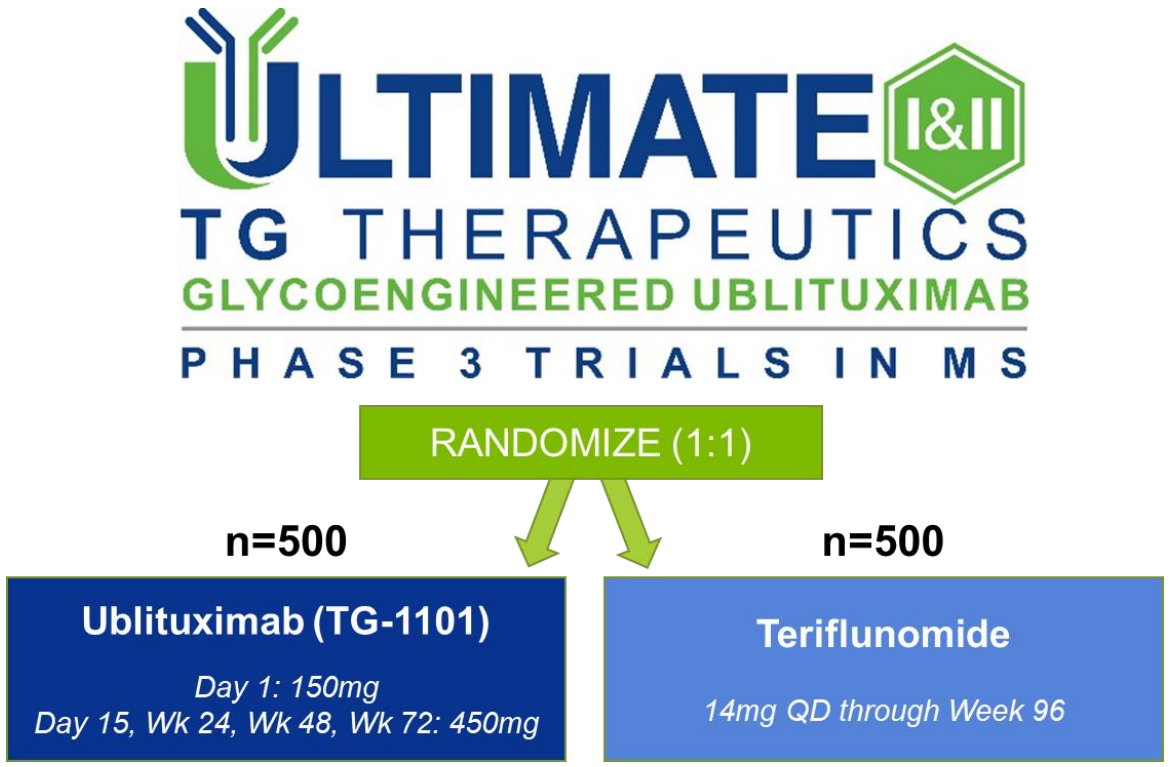
3. hIgG1 Fc
Engagement of effector cells
Macrophages, NK cells



Buatois V, et al. Mol Cancer Ther. 2018 (8):1739-51.

Ublituximab in Multiple Sclerosis

- Completed Phase 2
- Presented final Phase 2 data at ECTRIMS 2018 *(Oral Presentation)*
- Fully Enrolled Phase 3 ULTIMATE Trials under Special Protocol Assessment (SPA)



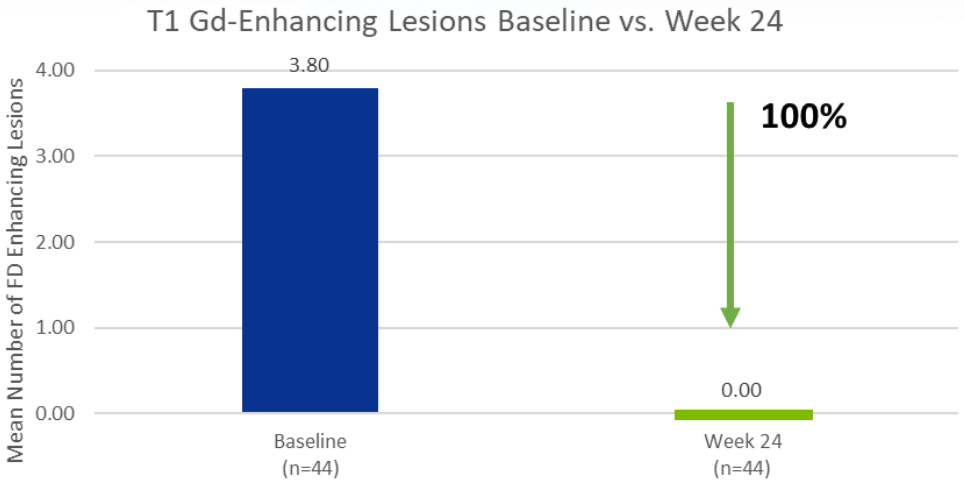
Ublituximab Phase 2 in Multiple Sclerosis

- ECTRIMS 2018 Final Phase 2 Data
  - 48 patients through 48 weeks of treatment
  - ARR of .07

Endpoint	Ublituximab Phase 2 (N=48) (Week 24)	Ocrelizumab Phase 2 (N=55) (Week 24)	Ocrelizumab Phase 3 Opera I&II (96 Weeks)
Annualized Relapse Rate	0.05	0.13	0.156
% Relapse Free	98%	87%	80%

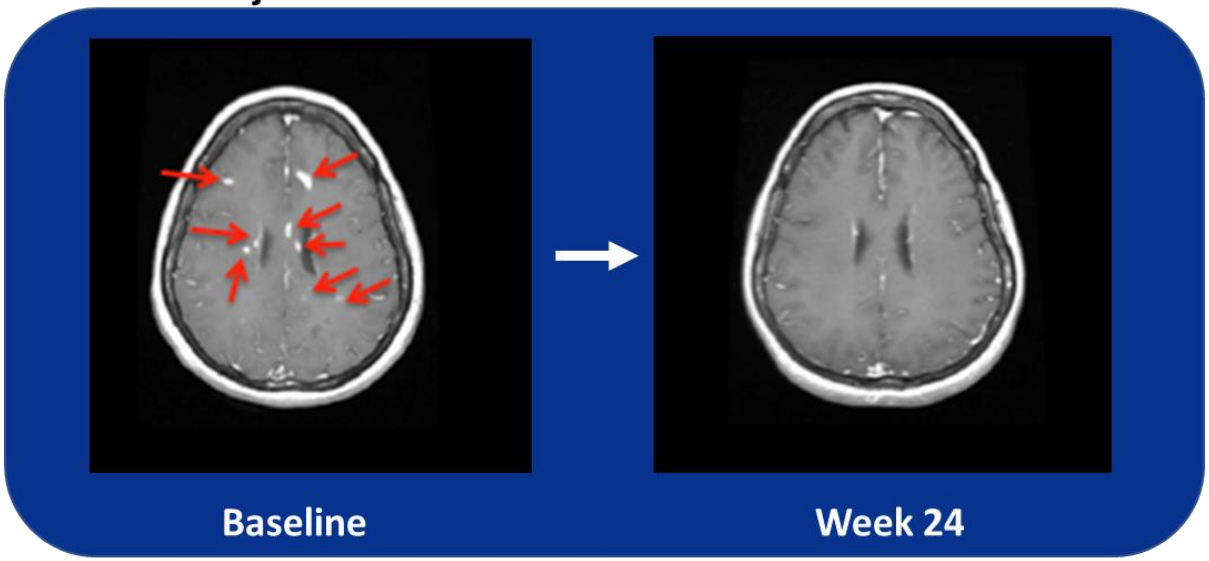
Fox et al., Presented at EAN Annual Meeting June 2018
Kappos L et al. Lancet. 2011; 378:1779-1787
Hauser SL et al. NEJM. 2017; 376:221-234

Ublituximab Phase 2: MRI-Gd Enhancing Lesions



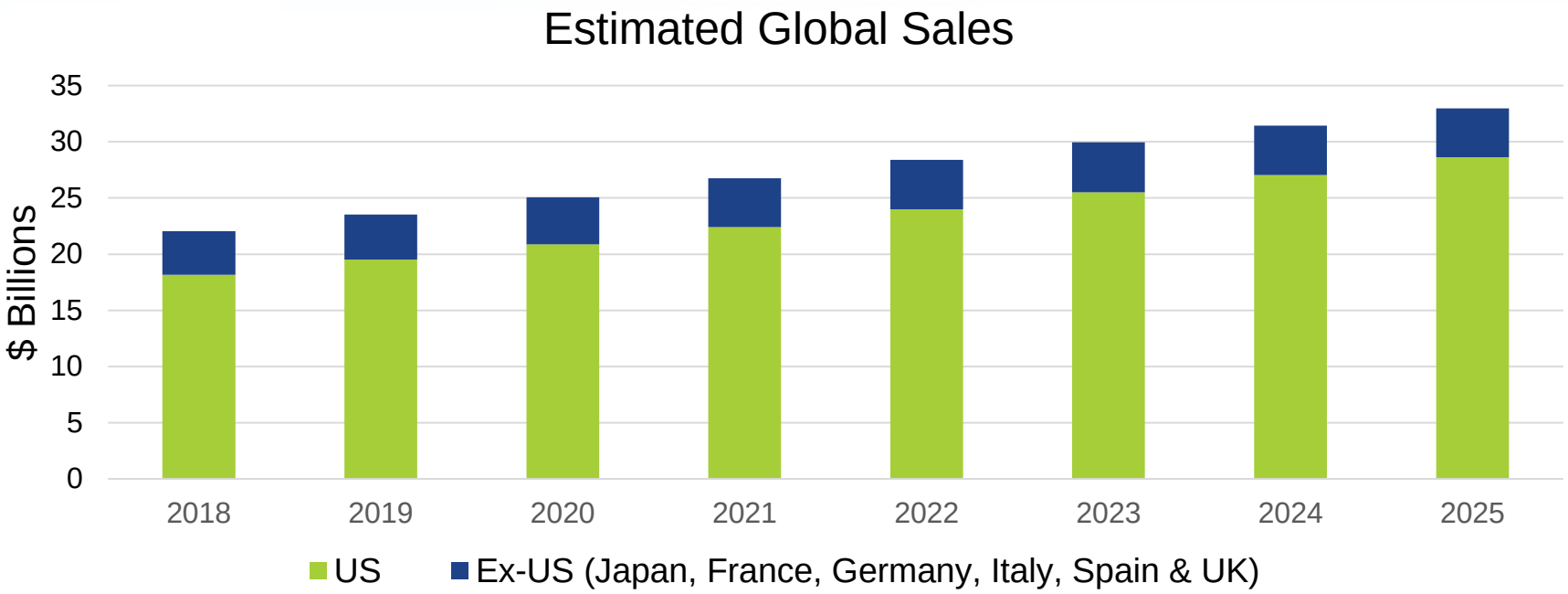
- ***Ublituximab completely eliminated all (100%) of T1 Gd-enhancing lesions at week 24 (n=44) and maintained at week 48 (n=22)***

Subject T1 Gd MRI at Baseline and Week 24



Fox E et al., EAN Presentation, June 2018 and ECTRIMS abstract data as of 9/26/18

Significant Opportunity for Ublituximab in MS



Global Prevalence = ~2.3Million

Global Market Size >$30Billion by 2025

- **Current estimated ocrelizumab share: ~12% of total MS market**
- **Ocrelizumab >$2 Billion in 2018 annual sales**

Source: Datamonitor 2018 MS Report
Prevalence Estimate: Nat'l MS Society
Roche JPM 2018 Corporate Update

Ublituximab Value Proposition in MS

- Equal to better activity with comparable safety
- Convenience of 1 hour infusion every 6 months v. 3-4 hours for Ocrelizumab
- Strategically priced to optimize patient access
- ***Estimate $1-2B annual market opportunity in the US alone for ublituximab in MS***

Key Goals and Objectives for 2019

1H

- **Commence Phase 1 studies for TG-1501 and TG-1801 in heme cancers** ✓
- **Report top-line ORR results from UNITY-NHL MZL cohort and FL cohort** ✓
- **Present updated data at major medical meetings**

2H

- **Potential UNITY-CLL PFS top-line results**
- **Potential UNITY-NHL NDA filing**
- **ASH update for UNITY-NHL, Pipeline Products and U2 plus Venetoclax**

Corporate & Financial

Key Financial Statistics

Ticker:	**TGTX (NASDAQ)**
Price:	**$5.19 (close on February 27, 2019)**
Shares:	**~83M (fully-diluted)**
Cash:	**~$69M (as of 12/31/18)**
Runway:	**Through YE 2019**

TG Therapeutics

NASDAQ: TGTX