UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15 (d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 2, 2020

SESEN BIO, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-36296 (Commission File Number) 26-2025616 (I.R.S. Employer Identification No.)

245 First Street, Suite 1800 Cambridge, MA (Address of principal executive offices)

02142 (Zip Code)

Registrant's telephone number, including area code: (617) 444-8550

Not Applicable (Former name or former address, if changed since last report.)

Check t	he appropriate box below if the Form 8–K filing is	intended to simultaneously satisfy the	filing obligation of the registrant under any of the following provisions:	
	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)			
	Soliciting material pursuant to Rule 14a–12 under the Exchange Act (17 CFR 240.14a–12)			
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))			
	Pre–commencement communications pursuant to Rule 13e–4(c) under the Exchange Act (17 CFR 240.13e–4(c))			
m: 1 (each class	Trading Symbol(s)	No. 1. of a shared and a shared	
Title of	each class	rrading Symbol(s)	Name of each exchange on which registered	
	on Stock, par value \$0.001	SESN SESN	IName of each exchange on which registered The Nasdaq Stock Market LLC	
Comm	on Stock, par value \$0.001 by check mark whether the registrant is an emergi	SESN		
Indicate chapter	on Stock, par value \$0.001 by Check mark whether the registrant is an emergi.	ing growth company as defined in Rul Emerging growth company	The Nasdaq Stock Market LLC	

Item 8.01 – Other Events.

On June 2, 2020, Sesen Bio, Inc. (the "Company") gave an updated corporate presentation at the Jefferies Virtual Healthcare Conference. The Company will post the presentation on its website www.sesenbio.com. A copy of the presentation is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 - Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 <u>Sesen Bio, Inc. Presentation Made at the Jefferies Virtual Healthcare Conference on June 2, 2020</u>

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 2, 2020

Sesen Bio, Inc.

By: /s/ Thomas R. Cannell, D.V.M.

Thomas R. Cannell, D.V.M.

President and Chief Executive Officer

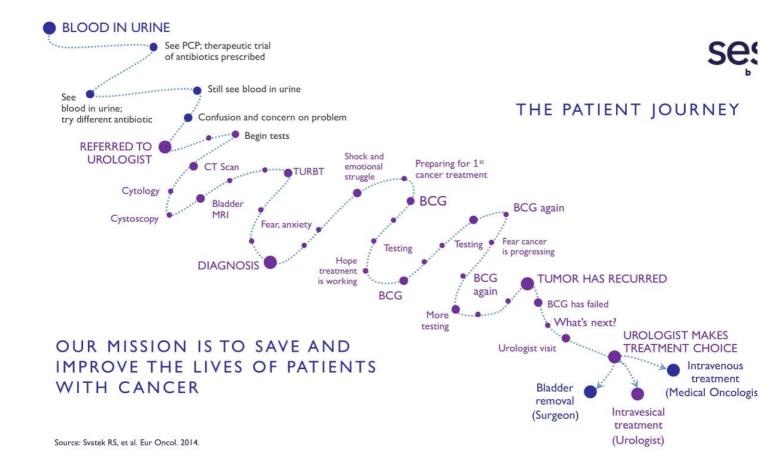


FORWARD-LOOKING STATEMENTS



This presentation contains forward-looking statements that involve substantial risks and uncertainties. All statements, other than statements of historical facts, contained in this presentation, including statements regarding our strategy, future operations, clinical development of our protein therapies, future financial position, future revenues, projected costs, prospects, plans and objectives of management, are forward-looking statements. The words "anticipate," "believe," "estimate," "expect," "intend," "pan," "predict," "project," "target," "potential," "will," "would," "could," "should," "continue," and similar expressions are intended to identify forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, although not all forward-looking statements contain these identifying words.

We may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements, and you should not place undue reliance on our forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements we make as a result of various important factors, including: our projected financial position and estimated cash burn rate, expectations regarding the completion of our BLA filing, expectations regarding the impact of COVID-19 on our business, expectations regarding the timing of our PPQ campaign, expectations regarding the timing of the submission of our MAA for Vicinium to the EMA, expectations regarding the timing of potential approval of our MAA submission by the EMA, expectations regarding the timing of potential commercialization of Vicinium, expectations regarding physicians' decisions to prescribe Vicinium, if approved, our ability to successfully develop our product candidates and complete our planned clinical programs, the potential advantages or favorability of our product candidates, our ability to obtain marketing approvals for our product candidates, expectations regarding our ongoing clinical trials and future post-marketing confirmatory trials, availability and timing of data from clinical trials, the possibility that the available preliminary data of the Phase III VISTA Trial are not indicative of final data from all patients in the Phase III VISTA Trial and/or that the final data may not be positive with regard to the safety or efficacy of Vicinium®, the adequacy of any clinical models, our ability to obtain, maintain and protect our intellectual property for our technology and products, other matters that could affect the financial performance of the Company, other matters that could affect the availability or commercial potential of the Company's product candidates, and other factors discussed in the "Risk Factors" section of the Company's Annual Report on Form 10-K, and other reports on file with the Securities and Exchange Commission (SEC). The forward-looking statements contained in this presentation are made as of the date hereof, and Sesen Bio assumes no obligation to update any forward-looking statements whether as a result of new information, future events, or otherwise except as required by applicable law.





JUNE 2ND BUSINESS UPDA

Events Since May IIth Business Upd

- BLA amendment further supports the fav safety and tolerability profile of Vicinium
- Next phase of CMC comparability expecstart June 2020
- May 29th CMC advice supports a clear repath forward in Europe
- Competitive update supports large comm opportunity for Vicinium

BLA Amendment filed in May 2020 further supports favorable safety and tolerability profile of Vicinium



Module I

- General corporate information
- Patent information and exclusivity
- Waivers
- Draft Label
- Risk management plan
- Draft carton and container labels
 - Expected to be submitted in 2H 2020

Module 2

- > Introduction to summary
- Quality overall summary
- Non-clinical overview
- Clinical overview
- Non-clinical written and tabulated summaries
 - Pharmacology
 - Pharmacokinetics
 - Toxicology
- Clinical summaries
 - · Biopharmaceutical studies
 - · Pharmacology studies
 - Clinical Efficacy
 - · Clinical Safety

BLA Amendment filed May 2020

- Phase 3 clinical assays
 - Description of assays and validation
 - Summary of sample analysis results

Module 3

- Drug substance
 - Manufacturer
 - · Facility information
 - Batch records
 - Validation Master Plans
- Drug product
 - Manufacturer
 - · Facility information
 - Batch records
 - · Validation master plans
- Drug substance PPQ data
- Drug product PPQ data
- Analytical comparability study
- > Analytical method validation
 - Expected to be submitted in 2H 2020

Module 4

- 24 Non-clinical studies
- 30 Non-clinical reports
 - Pharmacology
 - o 19 reports
 - Pharmacokinetics
 - o 4 reports
 - Toxicology reports
 - o 7 reports

Module

- List of clinical stu
- Phase 1, 2 and 3 (Reports
- Integrated Summ
- Integrated Summ
 - Case Report For

Meaningful Progress on Demonstrating Analytical Comparability



PPQ campaign expected to begin June 2020

	Sesen		Fuji		
Test	Phase II	Phase III	GMP Run 2Q 2019	Pre-PPQ Run IQ 2020	PPQ Campaign Mid-2020
Appearance	✓	✓	✓	✓	
рН	1	✓	✓	✓	
Identity	✓	✓	✓	✓	
Concentration	✓	✓	✓	✓	
Polysorbate 80	✓	✓	✓	✓	
Purity	✓	✓	✓	✓	
Charge Variants	✓	✓	✓	✓	
Potency	1	✓	✓	✓	
Binding	✓	✓	✓	✓	
Host Cell Protein	✓	✓	✓	✓	
Residual DNA	✓	✓	✓	✓	
Endotoxin	1	✓	✓	✓	
Bioburden	√	1	✓	✓	

[✓] Indicates acceptance criteria met for batches used in clinical trials (Sesen manufactured) or technology transfer (Fujifilm manufactured)

Positive Interactions with EMA on Regulatory Pathway for Vicinium



May 7, 2020 CHMP clinical advice for Vicinium:

- The nonclinical and clinical pharmacology studies, and safety database are all sufficient to support a MAA submiss for Vicinium and no additional clinical trials were requested
- There is an unmet need for BCG-unresponsive NMIBC patients, especially for patients who are contraindicated cystectomy
- CHMP provided Sesen Bio with additional clarity on how to structure data in the MAA submission

May 29, 2020 CHMP CMC advice for Vicinium:

- Analytic comparability aligned to global standards issued by the ICH
- CHMP agreed that the CMC comparability plan provides a strong analytical package, and no additional clinical tri establish comparability are deemed necessary at this time
- CHMP agreed to accept the GMP inspections conducted by the FDA

Based on the guidance received, we expect to submit the MAA for Vicinium to the EMA in early 20 with potential approval anticipated in early 2022

CHMP = Committee for Medicinal Products for Human Use EMA = European Medicines Agency MAA = marketing authorization application

ICH = International Conference on Harmonisation of Technical Requirements for Registration of Pharmaceuticals for Human Use

Competitive Scan: June 2020 BCG-Unresponsive NMIBC Monotherapies



Approved/Pipeline Products

Checkpoint Inhibitors:

Keytruda

- Approved for NMIBC January 2020
- Reimbursed at \$175,000/year with minimal payer restrictions

Tecentric

- Awaiting Phase III enrollment
- Phase II closed prematurely as it failed to meet futility endpoint

Gene Therapy: Adenovirus Vectors

Adstiladrin

- · Missed May PDUFA date
- · Company has informed customers of delay

CG0070

- · Awaiting Phase III enrollment
- · Same adenovirus serotype as Adstiladrin

Recently Terminated Programs

Phase II Trials

Enzalutamide October 2018
 Inodiftagene Vixteplasmid November 2019
 Rogaratinib December 2019

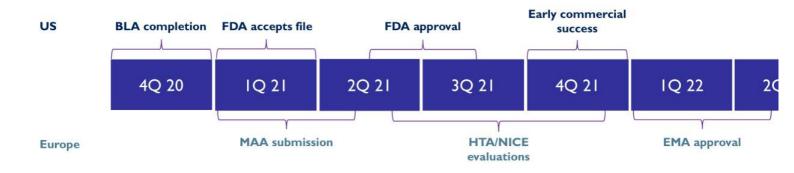
Phase III Trials

Rapamycin June 2019
 Nanoxel August 2019
 Mytomicin C + Synergo April 2020

Forward-looking Timeline for Vicinium



Positive progress in the US and Europe enables a clear regulatory path forward with the following anticipated mile



BLA = Biologics License Application; MAA = Marketing Authorization Application; HTA = Health Technology Assessment; NICE = National Institute for Clinical Excellence

Financial Overview



We have an expected cash runway into 2021 with no outstanding debt

• Cash and cash equivalents of \$42.5M as of March 31, 2020

We continue to efficiently strengthen our balance sheet through the ATM

- 4Q 2019: net proceeds of \$1.9M
- IQ 2020: net proceeds of \$3.2M
- April/May 2020: net proceeds of \$3.0M*

~\$26M available on a \$35M ATM facility, which was declared effective by the SEC on November 29, 2019**

*Net proceeds are estimated based on gross proceeds less commissions and prorated estimated quarterly fees
**Pursuant to a shelf registration statement on form S-3 (File no. 333-223750)
SEC = Securities and Exchange Commission



Talented and Experienced Leadership Team Prepared for Commercial Launch







Thomas Cannell, DVM President, CEO and Director



Monica Forbes Chief Financial Officer



Glen MacDonald, Ph.D. Chief Technology Officer



Erin Clark Vice President, Corporate Strategy and Investor Relations



Mark Sullivan General Counsel and Corporate Secretary



Omar Rifi Vice President, Business Development and Alliance Management



Commercial Advisor



Jeannick Cizeau, Ph.D. Head of Research



Jeanette Kohlbrenner Human Resources Advisor





Jay Duker, M.D. Chair of the Board of Directors



Carrie L. Bourdow Director



Thomas Cannell, DVM President, CEO and Director



Jane V. Henderson Director



Jason Keyes Director

Appendix - Table of Contents



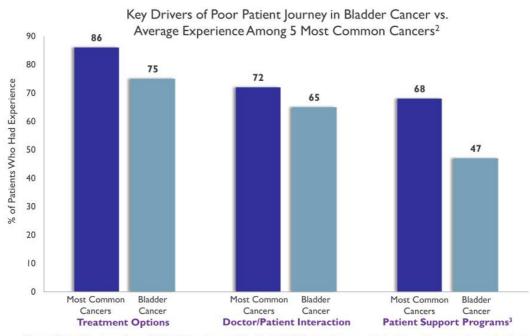
Section	Slide number
Patient Journey	14-15
Unmet Medical Need	16-19
Dual Mechanism of Action	20-23
Regulatory	24-29
Clinical Data	30-47
Commercial Opportunity	48-62
Manufacturing & Supply Chain	63-67
Intellectual Property	68-69

For Investor Purposes Only

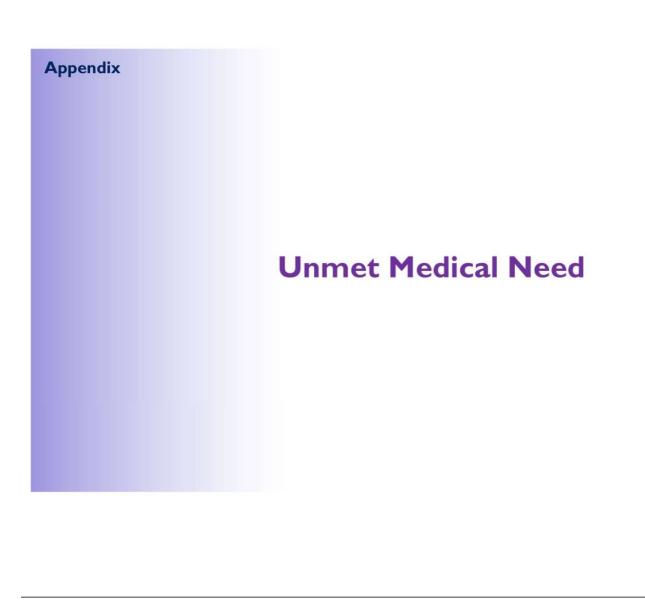


Patient surveys have shown that the experience of those with bladder cancer is one of the poorest¹





¹Cancer Patient Experience Survey 2011/12. Department of Health. N=71,793. https://www.quality-health.co.uk/resources/surveys/national-cancer-experience-survey/201112-national-cancer-patient-experience-survey-1/201112-national-cancer-patient-experience-survey-reports/495-cancer-patient-experience-survey-national-report-2011-12/file. ²Most common cancers include breast, lung, prostate, colorectal, and skin cancers. SEER Database. https://seer.cancer.gov/statfacts/html/urinb.html. ³Includes self-help groups and financial assistance.





Significant Unmet Medical Need in NMIBC



Bladder cancer is the 6^{th} most prevalent cancer in the US, of which 75%-85% is 1^{th}

Bladder cancer is the most expensive cancer to treat in the US with projected co ~\$6B by 2020⁴

One of the worst patient experiences among common cancers

Survival rates for bladder cancer have decreased in recent years in the UK, durin time there was also a BCG shortage⁵

¹Bray F et al. CA Cancer J Clin, 2018. ²Anastasiadis et al. Therapeutic Advances in Urology, 2012. ³Siegel et al. CA Cancer J Clin, 2019. ⁴Svatek RS, et al. Eur Oncol. 2014. ⁵Office of National Statistics, Aug 2019 Report.

Our Phase III data suggests Vicinium is cystectomy-sparing by significantly delaying or avoiding cystectomy for patients



Your Bladder: An Essential Organ

- Self-controlled storage organ in the body
- Holds urine for release so the body is not exposed to harmful toxins and waste
- Part of the urinary system; partners with lungs, skin, and intestines to keep chemicals and water in the body balanced and healthy
- Integrated with male and female reproductive systems



Radical Cystectomy: Life-Altering

- Often a 10 hour or longer surge
- In women, removal of the entire bladder includes removal of the uterus, fallopian tubes, ovaries at cervix, part of the vaginal wall, a surrounding tissue
- In men, removal of the entire bla includes removal of the prostate seminal vesicles, and surrounding tissue
- Radical cystectomy requires lifecatheterization and urinary dive

2018 FDA Guidance: The goal of therapy in patients with BCG-unresponsive NMIBC is to avoid cystectomy

Sources and Additional Information: Bladder Cancer Advocacy Network (BCAN). Bladder Removal Surgery. May 2017.

Latest global BCG shortage expected to last through 2020





BCG Shortage Current Events:

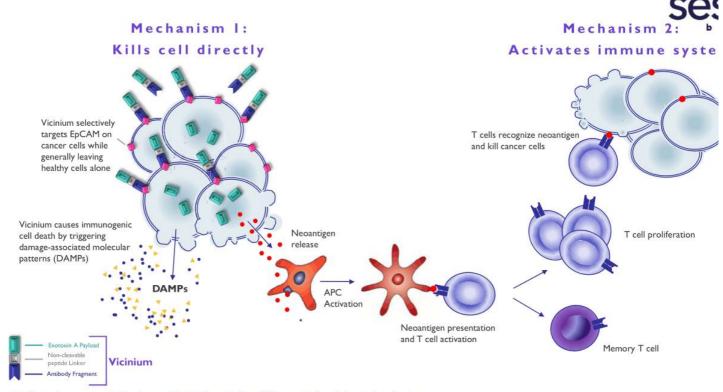
- · Since 2012, Merck has been the sole supplier of BCG in the US and the majority of countries worldwide.
- Merck has changed its TICE BCG distribution strategy, now allocating exclusively to distributors and wholesalers based on product supply and historical purchasing patterns.
- Merck anticipates this global supply constraint to continue throughout 2020.
- · Prominent groups such as AUA, BCAN, and the LUGPA are advocating with the FDA and payers to find solutions.
- The AUA has issued updated guidance for high-risk NMIBC to maximize patient care, including decreased dosing, delayed
 maintenance therapy, first line use of alternative therapies, and earlier surgical intervention via radical cystectomy.
- · Two clinical trials are underway to examine if a BCG vaccine protects people against infection with COVID-19 virus.

Sources and Additional Information:

Wall Street Journal. Sanofi to Stop Production of Bladder Cancer Drug BCG. Peter Loftus. 2016. https://www.auanet.org/practice-resources/bcg-info/bcg-shortage-notice/https://www.bcan.org/2019-bcg-shortage-bladder-cancer/. https://www.who.int/news-room/commentaries/detail/bacille-calmette-gu%C3%A9rin-(bcg)-vaccination-and-covid-19



Vicinium has a Highly Differentiated Mechanism of Action

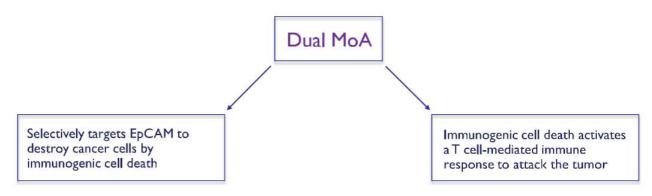


For illustrative purposes only. Based on preclinical studies, we believe Vicinium works via a dual mechanism of action.

Vicinium is Highly Differentiated and has a Dual Mechanism of Action



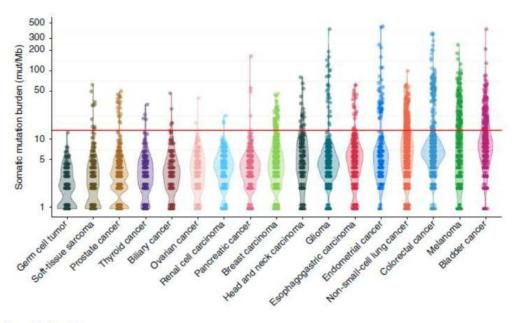
- · Fusion protein consisting of an antibody fragment and a cytotoxic payload
- Small size facilitates tumor penetration and greater drug delivery
- · Selectively targets cancer cells while generally sparing healthy cells
- · Inhibits protein synthesis and kills both rapidly proliferating and slow-growing cancer cells
- · Effective against multi-drug resistant cancer cells



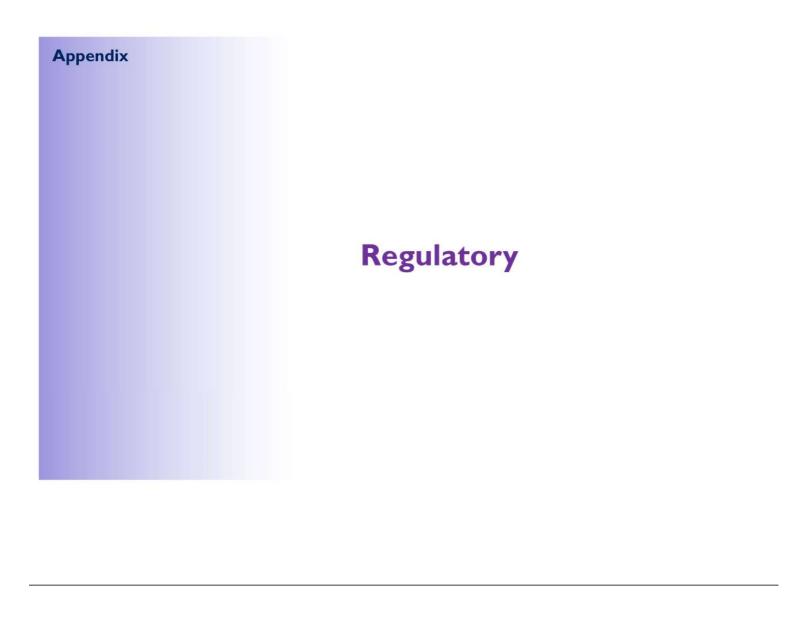
Based on preclinical studies, we believe Vicinium works via dual mechanism of action.

The high somatic mutation rate in bladder cancer may lead to a better response to agents such as Vicinium that may stimulate T cell-mediated immune activation driven by neoantigens





Adapted from Zahir et al. Nature Medicine, 2017



Our long-term relationship with the agency has allowed us to shape our nonclinical and clinical program in alignment with FDA guidance

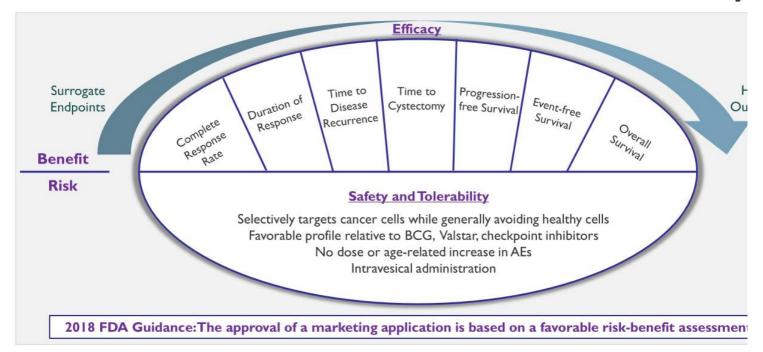


2018 FDA Guidance Vicinium Clinical Program Conduct nonclinical studies to assess toxicity in animal models Conduct nonclinical studies to demonstrate anti-tumor activity Conduct nonclinical studies to determine optimal dose and schedule Examine anti-tumor activity and optimal dose schedule in early phase clinical trial Papillary cohort endpoint of recurrence-free survival (time to event endpoint) CIS studied in single-arm trial with CRR & DoR as primary endpoints Papillary cohort not in primary efficacy endpoint Prefer intravesical vs. systemic Specifically define trial entry criteria Definition of BCG-unresponsive disease 2004 WHO classification for tumor grading Central pathology review of biopsy tissue and urine cytology Collect data on patients' previous anti-cancer therapies Enroll patients who reflect clinically relevant patient population Optimize risk-benefit balance with dose selection Definition of CRR Collect time to cystectomy data Lower bound of 95% confidence interval rules out clinically unimportant CRR Nonclinical studies to determine need for evaluation of systemic toxicity Consistent efficacy and safety data across Phase I, II and III trials

Source: FDA Guidance: BCG-Unresponsive Non-muscle Invasive Bladder Cancer: Developing Drugs and Biologics for Treatment Guidance for Industry, February 2018. CRR, Complete Response Rate; DoR, Duration of Response; BCG, bacillus Calmette-Guérin; WHO, World Health Organization.

Vicinium demonstrates a strong benefit-risk profile in our Phase III Trial





Phase III clinical trial is an open-label, multicenter, single-arm registration trial for the treatment of high-risk NMIBC patients who are designated to be BCG-unresponsive after adequate treatment with BCG. Adequate BCG is defined as at least two courses of BCG with at least five doses in the first course and two in the second. Preliminary data as of May 29, 2019 data cut.

Initiation of Vicinium BLA submission under Rolling Review on December 6, 2019



Oncology Products Reviewed by FDA 2006 - 2015

Phase	Probability of Approval
Products at end of Phase I	5%
Products at end of Phase II	8%
Products at end of Phase III	33%
Products with BLA Submission	82%

As part of a comprehensive analysis done for the Biotechnology Innovation Organization (BIO), a total of 9,985 clinical and regulatory phase transitions (phase advancement or development suspension) were recorded and analyzed from 7,455 development programs, across 1,103 companies.

Sources: FDA applications for oncology products 2006 – 2015. Thomas D.W. et al., Clinical development success rates 2006-2015. 2016. Bio, BioMedTracker and Amplion.

Significant Progress in 2019



4 Pivotal Face-to-Face Meetings Led to BLA Submission of Clinical/Nonclinical Data

- ✓ May 2019: FDA Accepts CMC Analytical Comparability Plan
 - · No additional clinical trials deemed necessary at this time, subject to final review of comparability data in the BLA
- ✓ June 2019: FDA Recommends Accelerated Approval Pathway and Rolling Review
 - Nonclinical data, clinical pharmacology data, and the safety database are sufficient to support a BLA submission
- ✓ **November 2019:** Gained alignment with FDA on post-marketing confirmatory trial
 - · Creates opportunity for future label expansion in broader population
- ✓ December 2019: Gained alignment with the FDA on the final content of the BLA
 - · Shared commitment to accelerate the timing of the pre-license inspection

December 2019: Initiated BLA submission for Vicinium under Rolling Review

Analytical Comparability Outlook



Clear FDA requirements for the PPQ Campaign

· Three manufacturing runs for both drug substance and drug product

Considerable in-house manufacturing process expertise from clinical manufacturing

· Successfully manufactured 10 drug substance and 12 drug product batches in support of Vicinium clinical tri

Completed two commercial-scale GMP runs at Fujifilm and Baxter

- All quality acceptance criteria met for drug substance from both batches, increasing the probability of succe for the PPQ campaign
- Bio-physical characterization testing of the first GMP batch demonstrated that material from Fujifilm is high similar to Sesen clinical trial material (testing of second batch ongoing)

All consumables have been received and warehoused at CMOs for the entire 2020 PPQ Campaign

Mitigates risk of supply chain disruptions due to COVID-19

*Includes both the Phase III VISTA trial and the Phase I NCI combination trial with durvalumab



Phase III Trial: Patient Demographics

-			
	1	_	•
-		-	4

	COHORT I	COHORT 2	COHORT 3
CHARACTERISTICS	CIS that was refractory or recurred within 6 months of adequate BCG	CIS that recurred >6 months but ≤11 months of adequate BCG	Papillary tumors (without CIS) that recurred within 6 months of adequate BCG
Total patients enrolled	86	7	40
Evaluable patients at 3-months	86	7	40
Evaluable patients at 6-months	86	7	40
Evaluable patients at 9-months	86	7	40
Evaluable patients at 12-months	86	7	40
Mean age (years)	74	68	74
Males/Females	63/23	6/1	34/6
Mean prior treatment for NMIBC BCG cycles (courses) BCG cycles (instillations) Intravesical chemotherapy TURBT	l 6 (rang	ge 2-13) ge 8-45) ge 0-23) ge 0-28)	3 (range 2-13) 15 (range 7-48) 1 (range 0-6) 4 (range 0-10)

TURBT: transurethral resection of bladder tumor Note: Data are as of May 29, 2019 data cut

Vicinium has a Highly Differentiated Clinical Profile



Efficacy Data

3 month response data

- CIS: 40% complete response rate
- Papillary: 71% recurrence-free rate

Durability of response

- CIS: 52% duration of 9 months (12 months of therapy)
- · Papillary: Median time to recurrence of 402 days

Positive time to cystectomy data

- 76% of patients are cystectomy-free for 3 years
- · Meaningful data for patients and payers

Encouraging survival data

· Overall survival is 98% at 12 months

Safety Data

Intravesical administration

- Bladder wall serves protective function
- Preference of FDA* and most Urologists

Clinical experience

- 243 patients exposed to Vicinium for periods up to 782 days across all clinical trials
- Average patient received 15 instillations of BCG

Differentiated safety profile

- · 95% of all AEs were Grade I or 2
- Only 4% of patients experienced a treatmentrelated Grade 3-5 AE

Favorable tolerability

- Low discontinuation rate due to AEs (3%)
- No age-related increase in AEs

*As referenced in FDA NMIBC Guidance for Industry, February 2018. Source: Phase III data as of the May 29, 2019 data cut.

Compelling Clinical Data Set



Endpoint	How Endpoint is Measured	Results	
Complete Response Rate (CRR) Primary Endpoint CIS patients	Defined as the proportion of patients who show no evidence of high-risk disease, or disease progression (e.g., T2 or more advanced disease).	40% CRR at 3 months Lower bound of 95% CI rules out clinically unmeaningful CRR Higher complete response rate in patients receiving less BCG	
Duration of Response (DoR) Primary Endpoint CIS patients	Defined as the time from complete response to treatment failure.	52% duration of 9 months (12 months of therapy) 39% duration of 15 months or greater (18 months of therapy) The longer the CR, the higher the probability of remaining disease-free	
Time to Disease Recurrence Secondary Endpoint Papillary patients	Defined as the time from the date of first dose of study treatment to treatment failure.	Median time to recurrence is 402 days 50% probability of remaining recurrence-free for 12 months 37% probability of remaining recurrence-free for 24 months or greater	
Time to Cystectomy (TtC) Secondary Endpoint All Cohorts	Defined as the time from the date of first dose of study treatment to surgical bladder removal.	76% of patients are cystectomy-free for 3 years Responders have an 88% probability of remaining cystectomy-free at 3 ye Average responder remains cystectomy-free for 1,035 days vs 631 days f non-responders	
Progression-Free Survival (PFS) Secondary Endpoint All Cohorts	Defined as the time from the date of first dose of study treatment to disease progression (e.g. T2 or more advanced disease) or death as a first event.	96% of patients are progression-free at 12 months 90% of patients are progression-free for 24 months or greater Median PFS has not been reached	
Event-Free Survival (EFS) Secondary Endpoint All Cohorts	Defined as the time from the date of first dose of study treatment to treatment failure or death as a first event.	29% of patients are event-free at 12 months 22% of patients remain event-free at 18 months 21% of patients remain event-free for 24 months or greater	
Overall Survival (OS) Secondary Endpoint All Cohorts	Defined as the time from the date of first dose of study treatment to death from any cause.	Overall survival is 98% at 12 months Overall survival is 96% for 24 months or greater Median OS has not been reached	
Safety Secondary Endpoint All Cohorts	Full review of all safety data from Phase III	2% treatment-related SAEs 4% treatment-related Grade 3-5 AEs Increased dosing in Phase III did not increase severity or requency of AEs	
Tolerability Secondary Endpoint All Cohorts	Full review of all tolerability data from Phase III	AEs generally low grade Low rate of discontinuations for AEs No age-related increase in AEs	

Note: Data are as of May 29, 2019 data cut

Additional Vicinium Clinical Data



Time Point	Phase II Pooled CRR (95% Confidence Interval)	Phase III Pooled CRR (95% Confidence Interval)
3-months	40% (26%-56%)	40% (30%- 51%)
6-months	27% (15%-42%)	28% (19%-39%)
9-months	18% (8%-32%)	21% (13%-31%)
12-months	16% (7%-30%)	17% (10%-26%)

Dosing:

Phase II:

Cohort 1:6 weekly induction doses, 6 weeks off; if a CR is achieved, proceed to maintenance dosing consisting of three cycles of 3 weekly doses, followed by 9 weeks off; those with residual disease at 3 months had option of to start maintenance or receive a second induction course.

Cohort 2: 12 weekly induction doses; if a CR is achieved, proceed to maintenance dosing consisting of three cycles of 3 weekly doses, follow by 9 weeks off.

Phase III:

Biweekly induction doses for 6 weeks followed by weekly dosing for 6 weeks; if a CR is achieved, proceed to maintenance of every other week dosing for 2 years total.

Note: Phase III data are as of May 29, 2019 data cut

Phase III Trial: Evaluable Patient Data Tables by Cohort for Carcinoma in situ



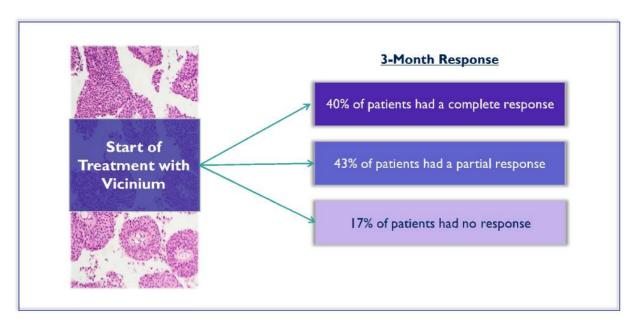
Cohort 1 (n=82) Complete Response Rate		
Time Point	Evaluable Patients	Complete Response Rate (95% Confidence Interval)
3-months	n=82	39% (28%-50%)
6-months	n=82	26% (17%-36%)
9-months	n=82	20% (12%-30%)
12-months	n=82	17% (10%-27%)

Cohort 2 (n=7) Complete Response Rate		
Time Point	Evaluable Patients	Complete Response Rate (95% Confidence Interval
3-months	n=7	57% (18%-90%)
6-months	n=7	57% (18%-90%)
9-months	n=7	43% (10%-82%)
12-months	n=7	14% (0%-58%)

Response-evaluable population includes any modified intention-to-treat (mITT) subject who completed the induction phase Note: Data are as of May 29,2019 data cut

Complete and Partial Response: In our Phase II clinical trial, 83% of patients had a complete or partial response

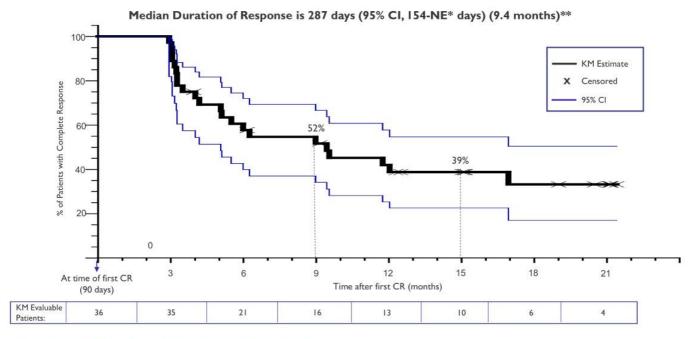




*Note: Data are from Phase II clinical trial, n=45 (40% of patient had a complete response at 3 months; 60% of patients did not have a complete response and, of those, 71% of patients had a partial response). Partial response, as measured by bladder mapping, is defined by non-complete response patients who had either a reduction in tumor size or did not experience an increase in bladder area affected. Bladder mapping was not done as part of the Phase III trial, therefore partial response data are not available.

Duration of Response: 52% of CIS patients who had a complete response at 3 months remained disease-free for a total of 12 months after starting treatment





Duration of response: defined as the time of complete response to treatment failure.

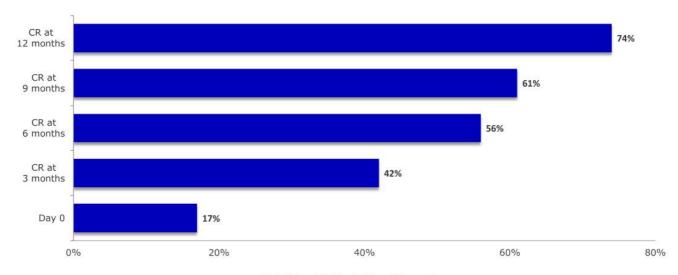
*Not Estimable, the upper bound for the 95% confidence interval has not reached the median.

^{**}Note: Data reflect an *ad hoc* analysis of pooled results of patients in cohorts 1&2. Median duration of response for the primary endpoint, Cohort 1 (n=86) is 273 days (95% CI=122-NE), and duration of response for Cohort 2 (n=7) is 290 days (95% CI=167-NE), based on the Kaplan-Meier method.

Duration of Response: The longer you have a complete response, the higher the probability of remaining cancer-free



Probability of Maintaining Complete Response (CR) for at Least One Additional Year*



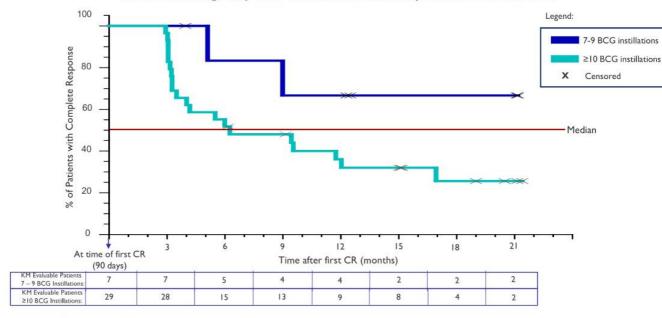
Probability of CR for Additional 12 months

Duration of response: defined as the time from complete response to treatment failure. *Data reflect an $ad\ hoc$ analysis of pooled results of patients in cohorts 1&2.

Duration of Response: Vicinium is generally more efficacious in CIS patients treated with less BCG



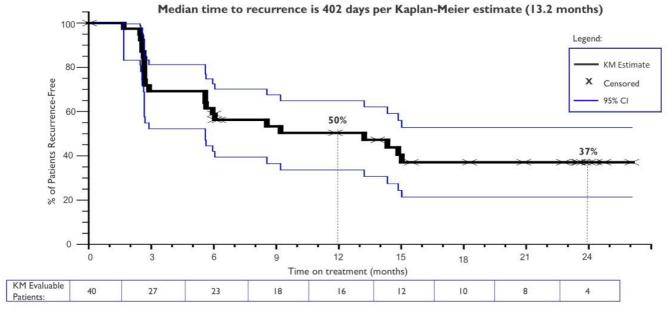




Duration of response: defined as the time of complete response to treatment failure. *Note: Data reflect an *ad hac* analysis of pooled results of patients in cohorts 1&2.

Time to Disease Recurrence: Time to Disease-Recurrence: 50% of high-risk papillary patients who were treated with Vicinium are disease-free at I year





2018 FDA Guidance: Sponsors can include patients with completely resected lesions and no evidence of CIS in these single-arm trials but should not include them in the evaluation of the primary efficacy endpoint.

Time to disease recurrence: defined as the time from the date of the first dose of study treatment to treatment failure.

Median time to disease recurrence 95% confidence intervals are 170 – Not estimable (NE) days. Not estimable means the upper bound for the 95% confidence interval has not reached the median.

Note: Data reflect results of patients in cohort 3 (n = 40) with high-grade Ta or T1 tumors (without Carcinoma in situ) that recurred within 6 months of adequate BCG.

Recurrence-free Rate: 42% of high-risk papillary patients remain disease-free after one year

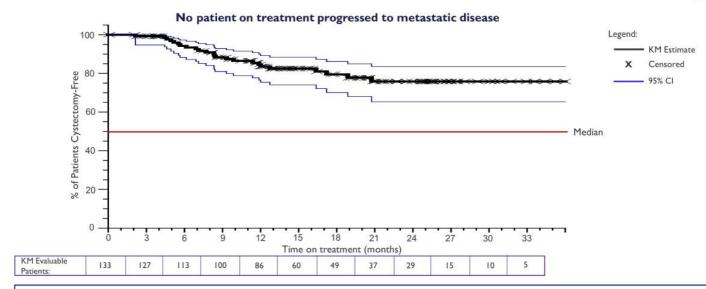


currence-free Rate (Papillary patie	ents)	
Time Point	Evaluable Patients	RF Rate (95% Confidence Interval)
3-months	n=38	71% (54%-85%)
6-months	n=38	58% (41%-74%)
9-months	n=38	45% (29%-62%)
12-months	n=38	42% (26%-59%)

Recurrence-free rate: defined as the percentage of patients that are recurrence-free at the given assessment time point. Response-evaluable population includes any modified intention-to-treat (mITT) subject who completed the induction phase Note: Data are as of May 29, 2019 data cut

Highly Differentiated Time-to-Cystectomy Data vs. Currently Available Agents 76% of patients are cystectomy-free for 3 years





2018 FDA Guidance: The goal of therapy in patients with BCG-unresponsive NMIBC is to avoid cystectomy

Time to cystectomy: defined as the time from the date of first dose of study treatment to surgical bladder removal. Data reflected consist of patients from all cohorts 1, 2 & 3 (n=133).

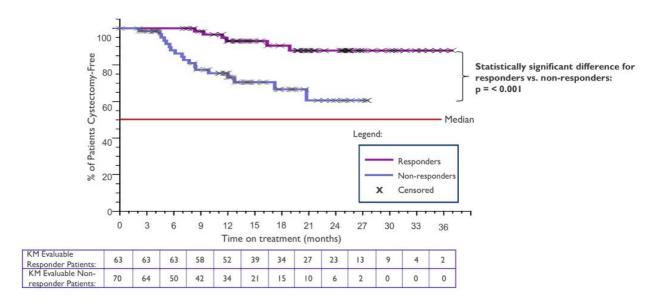
Note: Average time to cystectomy from transurethral resection of bladder tumor (TURBT) for NMIBC patients with high-risk papillary disease in Europe is ~105 days (National Institute of Health, Timing of radical cystectomy in Central Europe - multicenter study on factors influencing the time from diagnosis to radical treatment of bladder cancer patients, Poletajew S, et al., 2015.)

Additional FDA guidance states that although delay in radical cystectomy is considered a direct patient benefit, the variations in patient and health care provider preferences can confound the interpretation of this endpoint in randomized trials and particularly in single-arm trials. Nevertheless, sponsors should collect these data, which may provide supportive evidence of effectiveness.

Time to Cystectomy: Responders have an 88% probability of remaining cystectomy-free 3 years after starting treatment



The average responder remains cystectomy-free for 1,035 days vs 631 days for non-responders



Time to cystectomy: defined as the time from the date of first dose of study treatment to surgical bladder removal. Data consist of patients from all cohorts (n=133).

Safety and Tolerability: Our Phase II and Phase III clinical trials are highly consistent for safety and tolerability



Increased dosing and duration of exposure does not appear to lead to an increase in incidence or severity of AEs

Treatment-related serious adverse events reported:

- Phase II Clinical Trial: 6 SAEs reported, none determined to be related to treatment by the investigator.
- Phase III Clinical Trial: 3 patients reported 4 events including grade 4 cholestatic hepatitis, grade 5 renal failure¹, grade 3 acute kidney injury², and grade 2 pyrexia.

Category	Phase II Patients (%)	Phase III Patients (%)
Any AE	43 (94%)	117 (88%)
Grade 3-5 AEs	9 (20%)	29 (22%)
Treatment-related AEs	30 (65%)	66 (50%)
Treatment-related Grade 3-5 AEs	3 (7%)	5 (4%)
Any SAE	6 (13%)	19 (14%)
Treatment-related SAEs	0 (0%)	3 (2%)
Discontinuations due to AEs	0 (0%)	4 (3%)

Vicinium Treatment Exposure:

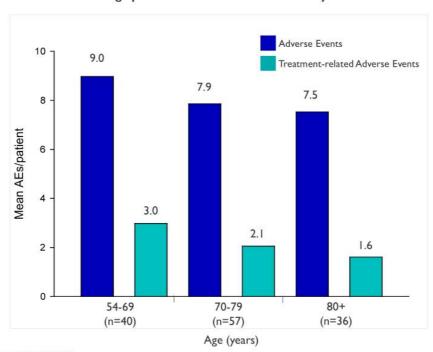
Average Instillations per Patient		12	27
	Average Duration of Exposure (days)	147	240

¹90-year-old man started the trial Mar. 2016. In May 2016, admitted for renal failure and started dialysis. Two weeks later, patient opted to discontinue dialysis, entered hospice and died in June 2016. Case reported to DSMB, FDA and Health Canada. ²74-year-old man started the trial Nov. 2016. In Dec. 2016, admitted for acute kidney injury. In 2017, protocol amended to enhance monitoring, and educated investigators. No new serious related renal events since.

Safety and Tolerability: No age-related increase in adverse events in our Phase III trial



The average patient in the VISTA trial was ~74 years old



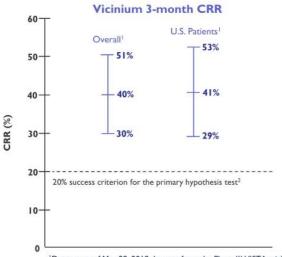
Note: Data consist of patients from all cohorts 1, 2 & 3 (n=133).

Mean AEs for all patients: 8.1 (range 0-54), Mean treatment-related AEs for all patients: 2.2 (range 0-51).

3-month complete response rate data from different clinical trials



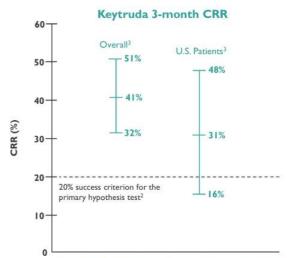
Please use caution when drawing comparisons across different clinical trials



Data are as of May 29, 2019 data cut from the Phase III VISTA trial

 ^2To demonstrate a clinically meaningful response, per Keytruda ODAC panel discussion on Dec. 17, 2019 and based on the 18% CRR of Valstar

CRR: complete response rate
CRR data from each trial are for CIS patients only
95% confidence intervals determined using exact binomial method (Clopper Pearson)



 3 Advisory Committee Briefing Document and presentation slides for pembrolizum for NMIBC (PEMBROLIZUMAB-P057V01MK3475). December 17, 2019.

Pipeline of Targeted Therapies



We believe there is strong scientific rationale for Vicinium in combination with checkpoint inhibitors. Vicinium in combination with AstraZeneca's anti-PD-L1, Imfinzi (durvalumab), is being evaluated in a Phase 1 trial run by the National Cancer Institute.

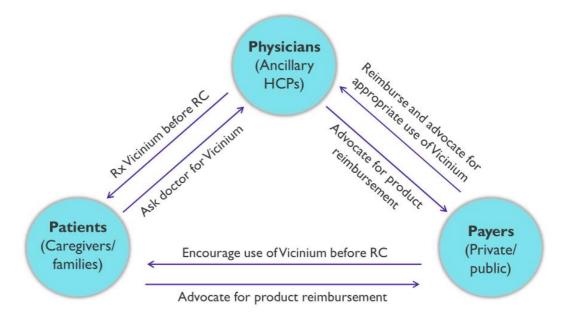
PRODUCT CANDIDATE	PAYLOAD	INDICATION	PRECLINICAL	Ph I	Ph II	Ph III	BLA
		Locally administe	red TPTs				
Vicinium	ETA	BCG-unresponsive high-risk NMIBC		Submissio	n Initiated		
Vicinium	ETA	SCCHN	Com	plete			
	Locally ac	Iministered TPT + Syste	mic Checkpoint Inhil	oitor			
Vicinium + Durvalumab	ETA & IO	BCG-unresponsive high-risk NMIBC	Ongoing				
Vicinium (Combination with checkpoint inhibitor)	ETA & IO	SCCHN	Deferred				

We have deferred further development of Vicinium, for the treatment of squamous cell carcinoma of the head and neck (SCCHN), and VB6-845d in order to focus our efforts and our resources on our ongoing development of Vicinium for the treatment of high-risk NMIBC. We are also exploring collaborations for Vicinium, for the treatment of SCCHN, and VB6-845d. ETA, exotoxin A; IO, immuno-oncology agent



Virtuous Cycle: High possibility that all three key segments are advocates & take action





Sources:

Sesen Bio internal market research: Patient Journey Insights, Blue Print qualitative study May 2018, n=24; Sesen Market Opportunity, Monitor Deloitte qualitative and quantitative (n=34) study October 2018; Community Urologist in-depth interviews (IDIs), October 2018, n=5; Sesen Bio Qualitative Market Research Urologist/KOLIDIs February 2019, n=11. Sesen Bio Qualitative Market Research Urologist IDIs June 2019, n=30.

Note: RC= Radical Cystectomy

Large Global Commercial Opportunity



Substantial US opportunity and OUS potential of 2-3 times the US

· We have CMO partners capable of reliably meeting that demand

Anticipated virtuous cycle of advocacy across physicians, patients/caregivers, and payers to drive rapid uptake and strong growth after approval and launch

Compelling intent to prescribe research

Highly concentrated market of ~1,500 Urologists treating ~75% of BCG patients allows for effitargeting

- Estimated 40-50 sales representatives required
- · Allows for efficient digital/social strategies to activate patients/caregivers

Source: Sesen Bio Qualitative market research, Urologist IDIs June 2019, n = 30.

Vicinium has the Potential to Provide Continuity of Care for Patients with NMIBC



Treatment Protocol	ВСG	Vicinium	Checkpoint Inhibitors
Treatment at Urology office	✓	✓	X
Directed by Urologist	/	✓	X
Administration by Urology nurse	/	✓	X
Bladder infusion via urinary catheter	/	✓	X
2-hour infusion, hold, and rotation	✓	✓	X

Source: Sesen Bio Qualitative market research, Urologist IDIs June 2019, n=30.

Market Research Input Clinical Data from Emerging Treatments for NMIBC



	Vicinium (Phase III Data)	Tecentriq (Phase II Data)
Characteristics		
Median Patient Age Median # of BCG Instillations	73 12	73 12
Efficacy	N=73	N=89
At 3 MonthsAt 6 Months	41% 28%	40% 28%
Safety	N=133	N=73
Treatment-Related Grade 3-5 AEs	4%	12%
Mode of Administration	Intravesical	Intravenous

Source: May 2020 ASCO abstract for Tecentriq profile; Dec. 2019 BLA submission for Vicinium profile. Note: The data shown are from the respective trials and do not represent head-to-head trial outcomes

Appendix

IQ 2020 Intent-to-Prescribe Market Research Results

We conducted 30-minute interviews with 34 highprescribing Urologists to assess their views of the Vicinium profile vs. the Keytruda profile based on available clinical information

For investor purposes only

Market Research Input

Profile of Emerging Treatments for NMIBC

	Vicinium Profile	Keytruda Profile
Mechanism of Action	Selectively targets and kills bladder cancer cells while sparing healthy cells, while also activating the immune system to attack the tumor	Binds to the PD-1 receptor, blocking both PD-L1 at PD-L2 from interacting with PD-1 to help restore mediated immune responses to attack the tumor
	Carcinoma in situHigh-risk papillary (Ta/T1)	Carcinoma in situ
Indication	2 nd line use for patients who have failed following at least 2 courses of BCG (minimum 7 doses), and still have evidence of disease 2 nd line use for patients who have failed courses of BCG (minimum 7 doses), are of disease	
	Limitations: None (anticipated upon FDA review)	Limitations: Only patients ineligible for or refusing cystectomy
Mode of Administration	Intravesical	Intravenous
Dosing Regimen	Induction Weeks I-6: twice weekly Weeks 7-12: once weekly Maintenance Every 2 weeks	Every 3 weeks
Generally Administered By	Urologist	Medical Oncologist

Source: Dec. 2019 FDA briefing book for Keytruda profile; Dec. 2019 BLA submission for Vicinium profile. This slide is intended for market research purposes only and is not intended for marketing purposes.

Market Research Input Clinical Data from Emerging Treatments for NMIBC



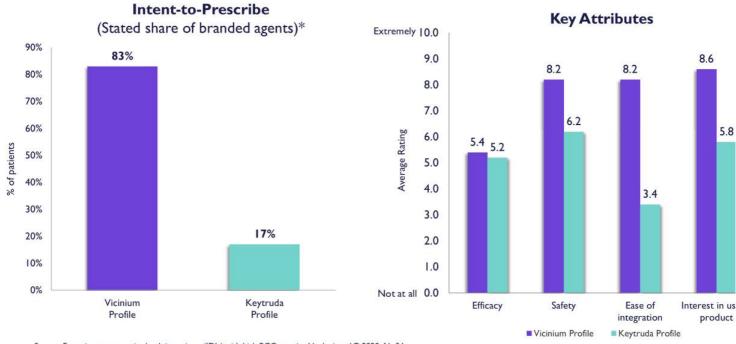
	Vicinium Profile	Keytruda Profile
Efficacy	N=89	N=102
Complete Response Rate At 3 Months At 12 Months At 18 Months	40% (CI: 30-51) 17% 11%	41% (CI: 32-51) 20% 13%
Time to Cystectomy	76% of patients were cystectomy-free at 36 months (n=133)	No data reported (not a clinical trial endpoin
Safety	N=133	N=102
Treatment-Related Grade 3-5 AEs	4%	13%
Discontinuation due to an AE	3%	10%
Mode of Administration	Intravesical	Intravenous

Source: Dec. 2019 FDA briefing book for Keytruda profile; Dec. 2019 BLA submission for Vicinium profile. This slide is intended for market research purposes only and is not intended for marketing purposes.

IQ 2020 Market Research Results

High Prescribing Urologists Prefer Vicinium Profile





Source: Emerging treatment in-depth interviews (IDIs) with high BCG-treating Urologists, I Q 2020, N=34 This slide is intended for market research purposes only and is not intended for marketing purposes. * Urologists would use a branded agent in * 80% of their high-risk, BCG-unresponsive patients

IQ 2020 Market Research Results Reasons Urologists Prefer Vicinium Profile



- · Urologists strongly prefer to retain ownership of patient journey
 - High degree of reluctance to refer to Medical Oncologists
 - Fear of losing follow-up diagnostics with patient after treatment referral
- Urologists perceive favorable product profile for Vicinium
 - Comparable efficacy and favorable safety/tolerability relative to Keytruda profile
 - Compelling time-to-cystectomy data
- · Urologists perceive administration of Vicinium as highly consistent with office operations
 - Vicinium administration protocol is identical to BCG
 - Many Urologists are less familiar with the side effects of intravenous chemotherapy
- Urologists perceive negative psychological effects of intravenous chemotherapy on patients
 - Stigma of seeing an Oncologist/going to large academic medical center
 - Patient perception of more advanced disease (e.g. terminal patients)

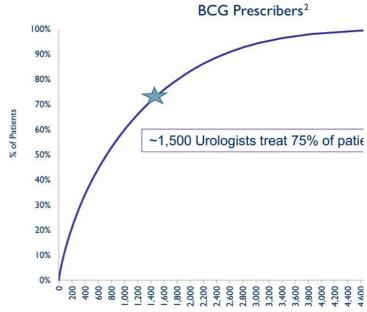
Source: Emerging treatment IDIs with high BCG-treating Urologists, 1Q 2020, N=34 This slide is intended for market research purposes only and is not intended for marketing purposes.

Highly Concentrated Prescriber Base Allows for Efficient Commercial Model



~60% of Urology practices have ≥5 Urologists¹





¹AUA State of the Urology Workforce and Practice in the United States. 2017. ²Health Verity 2019.

At treatment decision points, caregivers often play an influential role



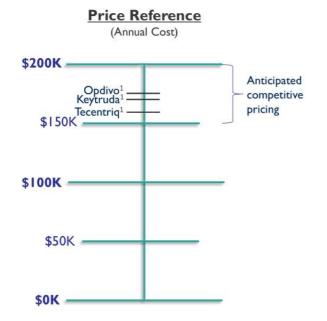
Our strategy is to educate and inform caregivers via a wide range of digital and social channels



Lead gen = lead generation CRM = customer relationship management

Pricing and Reimbursement US Benchmarks







Sources: ¹Center for Medicare and Medicaid Services (CMS) Average Selling Price (ASP) Price List as of IQ 2020.

²Payor Interviews Clear View Analysis n=10 March 2019

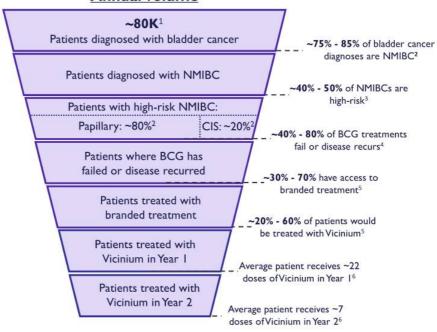
²Payer Interviews, ClearView Analysis, n=10, March 2019.

*Note: Payers cited a possibility of using a step edit, but could not be certain, as the ability to use a step edit is new to their organization's Medicare Advantage medical benefit. PA = Prior Authorization

Addressable Market (US)



Annual Volume



Sources: National Cancer Institute, SEER Cancer Stat Facts: Bladder Cancer, 2019. Anastasiadis et al. Therapeutic Advances in Urology, 2012. Aldousari, S. et al (2010). Update on the management of non-muscle invasive bladder cancer. Can Urol Assoc J. 4(1), 56-64. Memorial Sloan Kettering Cancer Center. Bladder Cancer Management After BCG Failure. 2014. Emerging Treatment In-Depth-Interviews (IDIs) with High BCG-Treating UROs, 1Q 2020, N=34. Phase III trial data as of May 29, 2019 data cut. 80%

We estimate the OUS opportunity for Vicinium is 2-3 times larger than the US



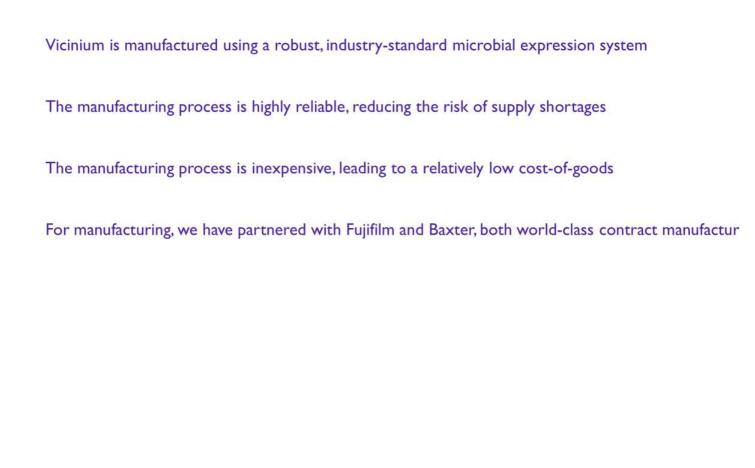
Geography	Est. Incidence Relative to U.S.	Est. Price Relative to U.S. ²
EU5	1.2 – 1.4	0.50 - 0.71
Japan	0.4 – 0.6	0.60 - 0.70
Rest of Europe (Not including EU5)	1.0 – 1.2	0.60 - 1.10
North America (Not including U.S.)	0.1 – 0.3	0.55 – 0.70
South America	0.2 – 0.4	0.50 - 1.00
Asia (Not including Japan)	1.6 – 1.8	0.40 - 0.60
Africa	0.3 – 0.5	~0.75³
Middle East	0.2 – 0.4	1.10 – 1.20
Oceania	0.05 - 0.2	0.55 - 0.70

Sources: Ferlay. Intern. J. Canc. 2015; UN World Population Reports; SEER; GLOBOCAN; RedBook; Lauertaxe; Ameli; NICE; Vademecum; AIFA; NHI; CADTH; ANVISA; CBiP; Danish Medicines Agency; The Pharmaceutical Benefits Scheme; Saudi Food & Drug Authority; South African Medicine Price Registry; FiercePharma; ClearView Analysis. 'Relative incidence is calculated from total bladder cancer, and does not account for differences in the distribution of patients between NMIBC and MIBC. 'Pricing multiplier is based on publicly available pricing information; averaged based on ex-manufacturer price of Keytruda and Opdivo, and is likely to vary greatly for each pharmaceutical, and across different countries within each region. 'South Africa price multiplier was based on Keytruda only, as Opdivo has not yet been priced.



Reliable and Inexpensive Manufacturing Process





Reliable and Inexpensive Manufacturing Process 2000 L E. coli Production Bioreactor Centrifugation (bulk solids removal) Clarification (MF for fine solids rer UF/DF for buffer ex Cell Bank Shake flask 5 Column Purification DP (7 ml 2: Ni2+ IMAC 3: Q-Sepharose HP **BDS** Formulation (UF/DF for buffer exchange) (HMW aggregates removal) (Affinity capture, LMW impurities)

MF, microfiltration; UF, ultrafiltration; DF, diafiltration; FF, Fast-flow; IMAC, immobilized metal affinity chromatography; HP, High-performance; CHT, ceramic hydroxyapatite; BDS, bulk drug substance; DP, drug product; LMW, low molecular weight; HMW, high molecular weight; HCP, host-cell protein.

Source: Arjune Premsukh, Joelle Lavoie JM, Jeannick Cizeau, Joycelyn Entwistle, Glen MacDonald. Protein Expression Purification. 2011 Jul;78(1):27-37.

We have Experienced Partners for the Global Manufacturing and Supply of Vicinium





- Licensed for commercial production of 8 approved products
- 25+ years developing and manufacturing biologics
- > 310+ protein-based therapeutics in development and/or manufacturing
- > Proven track record with FDA and worldwide regulatory agencies





Baxter's BioPharma Solutions Business:

- ► 160 clinical and commercial programs
- > 60+ years of experience in manufacturing of oncology products
- > ISPE 2016 Facility of the Year Award at site of Vicinium manufacture
- > Proven track record with FDA and worldwide regulatory agencies



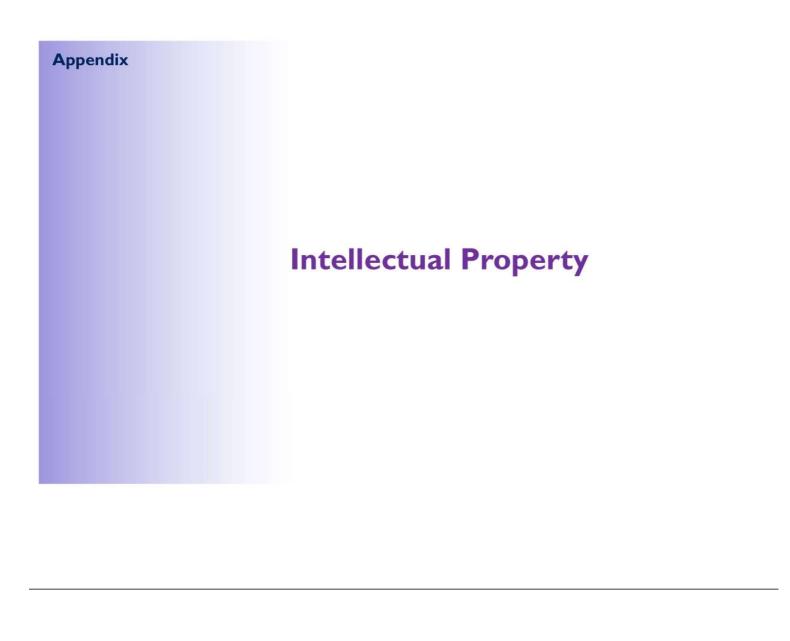
Vicinium Commercial Manufacturing Strategy

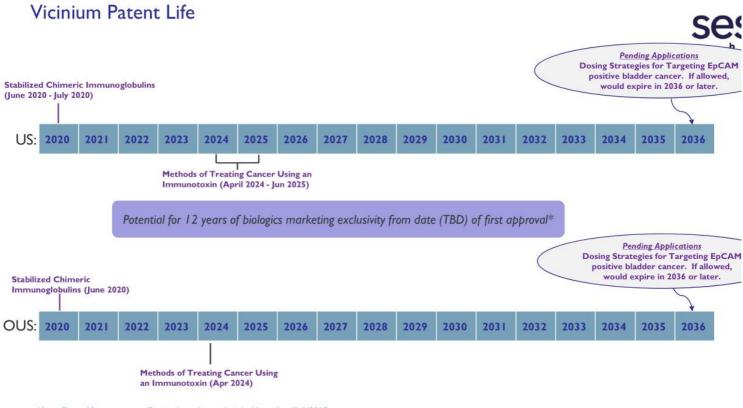


	Clinical Supply	Commercial Supply
Drug Substance	Sesen	Fuji (CMO)
Drug Product	Sesen	Baxter (CMO)

The analytical comparability plan is comprised of 4 key elements:

- I. Analytical Release Testing
 - · Assesses the purity, biological activity and general characteristics of the protein (e.g. purity by HPLC, endotoxin content)
- 2. Biophysical Characterization
 - Assesses the structural characteristics of the protein (e.g. Peptide Mapping, Differential Scanning Calorimetry)
- 3. Forced Degradation Studies
 - Assesses the degradation pathway of the protein when exposed to stress conditions (e.g. purity by HPLC after temperature ex
- 4. Stability Studies
 - Assesses the stability of the protein under long-term storage conditions (e.g. purity by HPLC after storage at -20°)





Note: Patent life assessment reflects independent analysis by Hogan Lovells US LLP.
*Data exclusivity granted by FDA under the Biologics Price Competition and Innovation Act of 2009 (codified at 42 U.S.C. § 262(k))