Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware
(State)

Case number (*If known*): Chapter 11

❑ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1.	**Debtor's name**	Sangamo Therapeutics, Inc.
2.	**All other names debtor used in the last 8 years** Include any assumed names, trade names, and *doing business as* names	N/A
3.	**Debtor's federal Employer Identification Number** (EIN)	6 8 – 0 3 5 9 5 5 6
4.	**Debtor's address**	**Principal place of business** 501 Canal Blvd. Number Street Suite A100 Richmond CA 94804 City State ZIP Code Contra Costa County **Mailing address, if different from principal place of business** Number Street P.O. Box City State ZIP Code **Location of principal assets, if different from principal place of business** Number Street City State ZIP Code
5.	**Debtor's website** (URL)	https://www.sangamo.com

RLF1 30029266v.1

Debtor Sangamo Therapeutics, Inc.
Name

Case number (*if known*)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: __________

7. Describe debtor's business

A. *Check one:*

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. *Check all that apply:*

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

3 2 5 4

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check **all** that apply*:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No
☐ Yes. District ________ When ________ MM / DD / YYYY Case number ________
District ________ When ________ MM / DD / YYYY Case number ________

Debtor Sangamo Therapeutics, Inc. Case number *(if known)*
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☒ No

☐ Yes. Debtor ______ Relationship ______

District ______ When ______ MM / DD / YYYY

Case number, if known ______

11. Why is the case filed in *this district*?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply*.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? ______

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other ______

Where is the property? ______
Number Street

______

City State ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency ______

Contact name ______

Phone ______

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☒ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☐ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☒ 200-999		

Debtor Sangamo Therapeutics, Inc. Case number (*if known*)
Name

15. Estimated assets

- ❑ $0-$50,000
- ❑ $50,001-$100,000
- ❑ $100,001-$500,000
- ❑ $500,001-$1 million
- ❑ $1,000,001-$10 million
- ❑ $10,000,001-$50 million
- ❑ $50,000,001-$100 million
- ☒ $100,000,001-$500 million
- ❑ $500,000,001-$1 billion
- ❑ $1,000,000,001-$10 billion
- ❑ $10,000,000,001-$50 billion
- ❑ More than $50 billion

16. Estimated liabilities

- ❑ $0-$50,000
- ❑ $50,001-$100,000
- ❑ $100,001-$500,000
- ❑ $500,001-$1 million
- ❑ $1,000,001-$10 million
- ❑ $10,000,001-$50 million
- ❑ $50,000,001-$100 million
- ☒ $100,000,001-$500 million
- ❑ $500,000,001-$1 billion
- ❑ $1,000,000,001-$10 billion
- ❑ $10,000,000,001-$50 billion
- ❑ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 0 6 / 2 3 / 2 0 2 6
MM / DD / YYYY

✘ */s/ Dr. Alexander Macrae, M.B., Ch.B., Ph.D.*
Signature of authorized representative of debtor

Dr. Alexander Macrae, M.B., Ch.B., Ph.D.
Printed name

Title Chief Executive Officer

18. Signature of attorney

✘ */s/ Daniel J. DeFranceschi*
Signature of attorney for debtor

Date 0 6 / 2 3 / 2 0 2 6
MM / DD / YYYY

Daniel J. DeFranceschi
Printed name

Richards, Layton & Finger, P.A.
Firm name

One Rodney Square, 920 North King Street
Number Street

Wilmington
City

DE
State

19801
ZIP Code

(302) 651-7700
Contact phone

defranceschi@rlf.com
Email address

2732
Bar number

Delaware
State

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
SANGAMO THERAPEUTICS, INC.	)	Case No. 26-________ (___)
Debtor.[1]	)	Tax ID: 68-0359556

Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy Under Chapter 11

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is
000-30171

2. The following financial data is the latest available information and refers to the debtor's condition on 3/31/2026

   a. Total assets $ 162,361,247.22

   b. Total debts (including debts listed in 2.c below) $ 115,353,692.96

   c. Debt securities held by more than 500 holders 0

				Approximate number of holders:
secured ☐	unsecured ☐	subordinated ☐	$N/A	N/A
secured ☐	unsecured ☐	subordinated ☐	$N/A	N/A
secured ☐	unsecured ☐	subordinated ☐	$N/A	N/A
secured ☐	unsecured ☐	subordinated ☐	$N/A	N/A
secured ☐	unsecured ☐	subordinated ☐	$N/A	N/A

   d. Number of shares of preferred stock 0

   e. Number of shares of common stock 414,471,132[2]

   Comments, if any: ____________________

3. Brief description of debtor's business: The Debtor is a genomic medicine company engaged in the research and development of medicine for patients with serious neurological diseases.

4. List of the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: Armistice Capital, LLC and Yorkville Advisors Global LP[3]

---

1 The last four digits of the debtor's federal tax identification number are 9556. The debtor's principal office is located at 501 Canal Blvd., Suite A100, Richmond, California 94804.

2 Unless otherwise noted herein, the Debtor's disclosures set forth herein are current as of June 8, 2026. The Debtor reserves the right to amend such disclosures if additional information becomes available.

3 The disclosure set forth in this question 4 is current as of May 12, 2026. The Debtor reserves the right to amend such disclosures if additional information becomes available.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
SANGAMO THERAPEUTICS, INC.	)	Case No. 26-________ (___)
Debtor.[1]	)	Tax ID: 68-0359556

LIST OF CREDITORS WHO HAVE THE
TWENTY (20) LARGEST UNSECURED CLAIMS AND ARE NOT INSIDERS

The above-captioned debtor (the "**Debtor**") hereby certifies that the *List of Creditors Who Have the Twenty (20) Largest Unsecured Claims and Are Not Insiders* submitted herewith contains the names and addresses of the Debtor's top twenty (20) unsecured creditors (the "**Top Twenty List**"). The list has been prepared from the Debtor's unaudited books and records as of the Petition Date. The Top Twenty List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtor's chapter 11 case. The Top Twenty List does not include: (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31) or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest unsecured claims. The information presented in the Top Twenty List shall not constitute an admission by, nor is it binding on, the Debtor. Moreover, nothing herein shall affect the Debtor's right to challenge the amount or characterization of any claim at a later date. The failure of the Debtor to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtor's right to contest the validity, priority, and/or amount of any such claim.

[1] The last four digits of the debtor's federal tax identification number are 9556. The debtor's principal office is located at 501 Canal Blvd., Suite A100, Richmond, California 94804.

Debtor Name Sangamo Therapeutics, Inc.
United States Bankruptcy Court for the: District of Delaware
(State)

Case number (*If known*):

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the twenty (20) largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider,* as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the twenty (20) largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	BRAMMER BIO, LLC MATTHIAS ZARAGOZA 250 BINNEY STREET CAMBRIDGE, MA 02142	MATTHIAS ZARAGOZA PHONE: 386-418-8199 EMAIL: SSTIRIZ@FLORIDABIOLOGIX.COM; MATTHIAS.ZARAGOZA@THERMOFISHER.COM	TRADE				$8,760,513.36
2	LABORATORY CORPORATION OF AMERICA MARIA PERSICHITTI PO BOX 12180 BURLINGTON, NC 27216	MARIA PERSICHITTI PHONE: 905-488-5668 EMAIL: MARIA.PERSICHITTI@COVANCE.COM	TRADE				$1,723,964.00
3	PPD DEVELOPMENT, L.P. MARLENA ERIKSON 26361 NETWORK PLACE CHICAGO, IL 60673-1263	MARLENA ERIKSON PHONE: 910-251-0081 EMAIL: PPDGLOBALPOS.SM@PPD.COM; MARLENA.ERIKSON@PPDI.COM; ELING.GAINES@PPDI.COM	TRADE				$1,433,070.12

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
4	CTI CLINICAL TRIAL SVS, INC JIM STAGGE 100 E RIVERCENTER BLVD. STE 1600 COVINGTON, NL 41011	JIM STAGGE PHONE: 513-598-9290 EMAIL: TBOCKERSTETTE@CTIFACTS.COM; JSTAGGE@CTIFACTS.COM; CLABER@CTIFACTS.COM	TRADE				$705,804.59
5	CATALENT PHARMA SOLUTIONS SUMAN SUBRAMANIAN 7555 HARMANS ROAD HARMANS, MD 21077	SUMAN SUBRAMANIAN PHONE: 732-537-6200 EMAIL: SUMAN.SUBRAMANIAN@CATALENT.COM; APINVOICESUSA@CATALENT.COM	TRADE				$682,588.67
6	CHARLES RIVER LABORATORIES MONTREAL ULC ISIS EL-KHOURY 22022 TRANSCANADIENNE SENNEVILLE, H9X 3R3 CA	ISIS EL-KHOURY PHONE: 514-630-8200 EMAIL: ASKCHARLESRIVER@CRL.COM; ISIS.EL-KHOURY@CRL.COM	TRADE				$431,096.00
7	MEET RECRUITMENT INC. HANNAH HAIGH 140 BROADWAY SUITE 5020 NEW YORK, NY 10005	HANNAH HAIGH PHONE: 646-569-9081 EMAIL: ACCOUNTS@MEETLIFESCIENCES.COM	TRADE				$307,131.61
8	CHILDREN'S HOSPITAL CORP. LISA PIGHT BOSTON CHILDREN'S HOSPITAL 300 LONGWOOD AVE., BOSTON, MA 02115	LISA PIGHT PHONE: 617-919-3017 EMAIL: LISA.PIGHT@CHILDRENS.HARVARD.EDU	TRADE				$225,968.18
9	PPF OFF 7000 MARINA BLVD LP TODD O'SANDERS 3550 LENNOX ROAD NE SUITE 1400 ATLANTA, GA 30326	TODD O'SANDERS EMAIL: LAURA.MILLETT@CBRE.COM	LEASE				$191,792.14

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
10	VWR INTERNATIONAL, INC. EMMANUEL LIGNER PO BOX 640169 PITTSBURGH, PA 15264-0169	EMMANUEL LIGNER PHONE: 800-873-8977 EMAIL: BIOCOMCUSTOMERCARE@VWR.COM; SHIJU.MOHANKUMAR@AVANTORSCIENCES.COM; PREETHI.SUBBURAJ@AVANTORSCIENCES.COM; NARMATHA.THANGARAJ@AVANTORSCIENCES.COM; JENNIFER.TANNER@AVANTORSCIENCES.COM	TRADE				$185,335.52
11	IQVIA RDS INC. JOSHUA SAMON P O BOX 601070 CHARLOTTE, NC 28260-1070	JOSHUA SAMON PHONE: 919-998-2000 EMAIL: JOSHUA.SAMON@QUINTILES.COM	TRADE				$185,021.03
12	MEDPACE, INC. CHASE CLEMENT 5375 MEDPACE WAY CINCINNATI, OH 45227	CHASE CLEMENT PHONE: 513-781-2464 EMAIL: H.SWISSHELM@MEDPACE.COM; C.CLEMENT@MEDPACE.COM; A.RYAN@MEDPACE.COM	TRADE				$163,847.86
13	LABCONNECT, LLC RHONDA MILLER 2304 SILVERDALE DRIVE SUITE 100 JOHNSON CITY, TN 37601	RHONDA MILLER PHONE: 423-7943749 EMAIL: AR@LABCONNECT.COM; BILLING@LABCONNECTLLC.COM	TRADE				$157,408.55
14	TRACELINK INC SHABBIR DAHOD 200 BALLARDVALE STREET BLDG 1, SUITE 100 WILMINGTON, MA 01887	SHABBIR DAHOD PHONE: 978-396-6199 EMAIL: ACCOUNTSRECEIVABLE@TRACELINK.COM	TRADE				$140,125.00
15	POINT RICHMOND R&D ASS. II LLC HANNAH MACLEOD 1120 NYE STREET, SUITE 400 SAN RAFAEL, CA 94901	HANNAH MACLEOD PHONE: 415-457-4964 EMAIL: HMACLEOD@WAREHAMDEVELOPMENT.COM; HMACLEOD@WAREHAMDEVELOPMENT.COM	LEASE				$139,471.65

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
16	COMPUTER PACKAGES INC. LOVE TAYO 11 NORTH WASHINGTON ST ROCKVILLE, MD 20850	LOVE TAYO PHONE: 301-517-1958 EMAIL: LTAYO@COMPUTERPACKAGES.COM; LTAYO@COMPUTERPACKAGES.COM	TRADE				$139,387.00
17	SNELL & WILMER L.L.P. LISA M. COULTER 1 EAST WASHINGTON STREET 2700 PHOENIX, AZ 85004	LISA M. COULTER PHONE: 602-382-6000 EMAIL: LCOULTER@SWLAW.COM; ACCOUNT_MANAGERS@SWLAW.COM	PROFESSIONAL SERVICES				$126,478.96
18	ENVOL BIOMEDICAL, LLC DR. ALAIN STRICKER-KRONGRAD 555 MADISON AVENUE 5TH FLOOR NEW YORK CITY, NY 10022	DR. ALAIN STRICKER-KRONGRAD PHONE: 833-757-8739 EMAIL: COPLEY.M@ENVOLBIO.COM; ASTRICKER@ENVOLBIO.COM	TRADE				$119,511.00
19	STERNE, KESSLER, GOLDSTEIN & FOX P.L.L.C BRIAN GORDON 1100 NEW YORK AVE, NW WASHINGTON, DC 20005	BRIAN GORDON PHONE: 202-371-2600 EMAIL: ACCOUNTING1@STERNEKESSLER.COM; BGORDON@STERNEKESSLER.COM	PROFESSIONAL SERVICES				$117,615.10
20	BECKMAN COULTER, INC. MARIANNE HELSTRUP DEPT. CH 10164 PALATINE, IL 60055-0164	MARIANNE HELSTRUP PHONE: 800-526-3821 EMAIL: LSORDERS@BECKMAN.COM; CREDITCOLLECTIONSUS@BECKMAN.COM	TRADE				$112,211.65

Fill in this information to identify the case:
Debtor name: Sangamo Therapeutics, Inc.
United States Bankruptcy Court for the: District of Delaware (State)
Case number (*If known*): ____________

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule ____
- ☑ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/23/2026
MM / DD / YYYY

✕ */s/ Dr. Alexander Macrae, M.B., Ch.B., Ph.D*
Signature of individual signing on behalf of debtor

Dr. Alexander Macrae, M.B., Ch.B., Ph.D.
Printed name

Chief Executive Officer
Position or relationship to debtor

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
SANGAMO THERAPEUTICS, INC.	)	Case No. 26-________ (___)
Debtor.[1]	)	Tax ID: 68-0359556

CORPORATE OWNERSHIP STATEMENT

Sangamo Therapeutics, Inc. (the "**Debtor**") is a publicly traded company.
Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following is a list of any corporation, other than a governmental unit, that directly or indirectly owns 10% of more of any class of equity interests in the Debtor (as of May 12, 2026).

Name and Address of Interest Holder	Approximate Percentage of Units Held
Armistice Capital, LLC 510 Madison Avenue New York, NY 10022	12.79%
Yorkville Advisors Global LP 1012 Springfield Ave. Mountainside, NJ 07092	11.26%

[1] The last four digits of the debtor's federal tax identification number are 9556. The debtor's principal office is located at 501 Canal Blvd., Suite A100, Richmond, California 94804.

Fill in this information to identify the case:

Debtor name: Sangamo Therapeutics, Inc.

United States Bankruptcy Court for the: District of Delaware (State)

Case number (*If known*): ____________

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule ____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☑ Other document that requires a declaration Statement of Corporate Ownership

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/23/2026
MM / DD / YYYY

✕ */s/ Dr. Alexander Macrae, M.B., Ch.B., Ph.D.*
Signature of individual signing on behalf of debtor

Dr. Alexander Macrae, M.B., Ch.B., Ph.D.
Printed name

Chief Executive Officer
Position or relationship to debtor

Execution Version

SANGAMO THERAPEUTICS, INC.

SECRETARY'S CERTIFICATE

JUNE 23, 2026

I, Scott B. Willoughby, in my capacity as the Secretary of Sangamo Therapeutics, Inc. (the "***Company***"), hereby certify, on behalf of the Company and not in my individual capacity, as follows:

1. I am the duly elected and qualified Secretary of the Company, and am authorized to execute this Secretary's Certificate on behalf of the Company.

2. Attached hereto as **Exhibit A** are the resolutions duly adopted by the board of directors of the Company (the "***Board of Directors***") on June 18, 2026. Said resolutions have not been amended, modified, supplemented, annulled, revoked or rescinded by any resolution since their adoption and are in full force and effect as of the date hereof. Said resolutions are the only resolutions adopted by the Board of Directors or by any committee of or designated by the Board of Directors relating to the matters in the resolutions attached hereto as **Exhibit A**. Each director who was present at the meeting described above was, at the time of such meeting duly elected or appointed, qualified and acting as a director.

[*Signature Page Follows*]

IN WITNESS WHEREOF, in my capacity as Secretary of the Company, I have hereunto signed my name to this Secretary's Certificate on behalf of the Company, and not in my individual capacity, as of the date first set forth above.

By: Scott Willoughby
Name: Scott B. Willoughby
Title: SVP, Chief Legal Officer & Secretary

I, Dr. Alexander Macrae, M.B., Ch.B., Ph.D., in my capacity as Chief Executive Officer of the Company, do hereby certify on behalf of the Company, and not in my individual capacity, that Scott B. Willoughby is, on the date hereof, the duly elected or appointed, qualified, and acting Secretary of the Company, and the signature set forth above is his genuine signature.

By: ____________________
Name: Dr. Alexander Macrae, M.B., Ch.B., Ph.D.
Title: Chief Executive Officer

IN WITNESS WHEREOF, in my capacity as Secretary of the Company, I have hereunto signed my name to this Secretary's Certificate on behalf of the Company, and not in my individual capacity, as of the date first set forth above.

By: ______________________
Name: Scott B. Willoughby
Title: SVP, Chief Legal Officer & Secretary

I, Dr. Alexander Macrae, M.B., Ch.B., Ph.D., in my capacity as Chief Executive Officer of the Company, do hereby certify on behalf of the Company, and not in my individual capacity, that Scott B. Willoughby is, on the date hereof, the duly elected or appointed, qualified, and acting Secretary of the Company, and the signature set forth above is his genuine signature.

By: ______________________
Name: Dr. Alexander Macrae, M.B., Ch.B., Ph.D.
Title: Chief Executive Officer

EXHIBIT A

Resolutions of the Board of Directors

RESOLUTIONS OF THE BOARD OF DIRECTORS

WHEREAS, the board of directors (the "**Board**") of Sangamo Therapeutics, Inc., a Delaware corporation (the "**Company**"), has considered the filing of a voluntary petition for relief under the provisions of Chapter 11 of Title 11 of the United States Code, 11 U.S.C. § 101 et seq. (as amended, the "**Bankruptcy Code**") for the Company pursuant to applicable law and in accordance with the requirements of the Company's governing documents, and has reviewed and considered certain materials presented by the management of the Company and the Company's financial and legal advisors, including, but not limited to, materials regarding the liabilities and obligations of the Company, its liquidity, strategic alternatives available to it, and the effect of the foregoing on the Company's business, and has had adequate opportunity to consult such persons regarding the materials presented, obtain additional information, and to fully consider each of the strategic alternatives available to the Company; and

WHEREAS, the Board (i) has determined that taking the actions set forth below and the transactions contemplated hereby are advisable and fair to, and in the best interests of, the Company and its stakeholders and, therefore (ii) has adopted the resolutions set forth below and authorized and approved the transactions, agreements, and actions contemplated hereby:

Approval of Chapter 11 Bankruptcy

NOW, THEREFORE, BE IT RESOLVED, that, in the judgment of the Board, after due consultation with the management and the legal and financial advisors of the Company, it is desirable and in the best interests of the Company and its stakeholders that the Company file or cause to be filed a voluntary petition for relief (the "**Bankruptcy Petition**") under the provisions of the Bankruptcy Code for the Company (hereinafter, a "**Chapter 11 Bankruptcy**"); and, in accordance with the requirements in the Company's governing documents and applicable law, the Board hereby consents to, authorizes, approves and ratifies such Chapter 11 Bankruptcy; and it is further

RESOLVED, that each officer of the Company (each, an "**Authorized Officer**") be and hereby is authorized, empowered and directed, on behalf of the Company, to execute and verify a Bankruptcy Petition in the name of the Company under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**") in such form and at such time as an Authorized Officer executing said petition on behalf of the Company shall determine; and it is further

RESOLVED, that each Authorized Officer be and hereby is authorized, empowered and directed, on behalf of and in the name of the Company, to execute, verify and/or file or cause to be filed and/or executed or verified (or to direct others to do so on its behalf as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action which they deem necessary, proper or desirable in connection with the Chapter 11 Bankruptcy; and it is further

Resolved, that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief on behalf of the Company under Chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 Bankruptcy or any matter related thereto, be, and they hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.

Retention of Advisors

Resolved, that the law firm of Cooley LLP be, and hereby is, employed under a general retainer to render legal services to, and to represent, the Company as lead bankruptcy counsel in connection with the Chapter 11 Bankruptcy and any other related matters in connection therewith, subject to approval of the Bankruptcy Court; and it is further

Resolved, that the law firm of Richards, Layton & Finger, PA be, and hereby is, employed under a general retainer to render legal services to, and to represent, the Company as Delaware bankruptcy counsel in connection with the Chapter 11 Bankruptcy and any other related matters in connection therewith, subject to approval of the Bankruptcy Court; and it is further

Resolved, that the firm of MERU, LLC be, and hereby is, employed to render financial advisory services to, and to represent, the Company as financial advisor in connection with the Chapter 11 Bankruptcy and any other related matters in connection therewith, subject to approval of the Bankruptcy Court; and it is further

Resolved, that the firm of Raymond James & Associates, Inc. be, and hereby is, employed to render investment banking services to, and to represent, the Company as investment banker in connection with the Chapter 11 Bankruptcy and any other related matters in connection therewith, subject to approval of the Bankruptcy Court; and it is further

Resolved, that the firm of Kurtzman Carson Consultants LLC d/b/a Verita Global be, and hereby is, employed to (i) render noticing and claims agent services, and (ii) assist in the preparation of the Company's statement of financial affairs and schedules of assets and liabilities in connection with the Chapter 11 Bankruptcy, subject to approval of the Bankruptcy Court; and it is further

Resolved, that each Authorized Officer be, and hereby is, authorized, empowered and directed, on behalf of, and in the name of the Company, to retain such other professionals as they deem appropriate during the course of the Chapter 11 Bankruptcy; and it is further

Resolved, that any person dealing with each Authorized Officer in connection with any of the foregoing matters shall be conclusively entitled to rely upon the authority of such Authorized Officer and by such Authorized Officer's execution of any instrument, certificate, notice or document, the same shall be a valid and binding obligation of the Company enforceable in accordance with its terms; and it is further

Resolved, that each Authorized Officer be, and hereby is, authorized, empowered and directed, on behalf of and in the name of the Company, to pay all necessary and reasonable fees and expenses incurred in connection with the transactions contemplated by these resolutions.

Approval of Stalking Horse Asset Purchase Agreements and Related Transactions

WHEREAS, the Board has determined, after due consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company and its stakeholders to (a) enter into that certain stalking horse Asset Purchase Agreement (the "**Merope Stalking Horse APA**") by and among the Company and Merope Acquisition Sub, LLC, a Delaware limited liability company and wholly owned subsidiary of Eli Lilly and Company (the "**Merope Asset Purchaser**"), and Eli Lilly and Company (solely as guarantor for purposes of section 10.21 of the Merope Stalking Horse APA), on the material terms and conditions presented to and discussed with the Board, and in such final form as any Authorized Officer shall negotiate and approve, pursuant to which, among other things, the Company shall sell, and the Merope Asset Purchaser shall acquire, the Acquired Assets (as defined in the Merope Stalking Horse APA) pursuant to section 363 of the Bankruptcy Code (the "**Potential Merope Sale Transaction**"), and any other documentation related to the Merope Stalking Horse APA and each other agreement, document, or instrument required thereunder, collectively and together with the Merope Stalking Horse APA in the form and upon the terms and conditions as an Authorized Officer may approve (collectively, the "**Merope Sale Documents**"), and (b) perform the Company's obligations under the Merope Sale Documents and take all actions in accordance therewith, in each case subject to the approval of the Bankruptcy Court, that any of the Authorized Officers may deem necessary or advisable to consummate the transactions contemplated thereby;

WHEREAS, the Board further believes it is in the best interests of the Company, its stockholders, and other stakeholders for the Company to enter into that certain stalking horse asset purchase agreement (the "**Gene Stalking Horse APA**" and, together with the Merope Stalking Horse APA, the "**Stalking Horse Purchase Agreements**") by and between the Company and Gene Therapies, Inc., a Delaware corporation, or its affiliate (the "**Gene Asset Purchaser**"), on the material terms and conditions presented to and discussed with the Board, and in such final form as any Authorized Officer shall negotiate and approve, pursuant to which, among other things, the Company shall sell, and the Gene Asset Purchaser shall acquire, the Acquired Assets (as defined in the Gene Stalking Horse APA) pursuant to section 363 of the Bankruptcy Code (the "**Potential Gene Sale Transaction**" and together with the Potential Merope Sale Transaction, the "**Potential Sale Transactions**"), and any other documentation related to the Gene Stalking Horse APA and each other agreement, document, or instrument required thereunder, collectively and together with the Gene Stalking Horse APA in the form and upon the terms and conditions as an Authorized Officer may approve (collectively, the "**Gene Sale Documents**" and together with the Merope Sale Documents, the "**Sale Documents**"), and perform the Company's obligations under the Gene Sale Documents and take all actions in accordance therewith, in each case subject to the approval of the Bankruptcy Court, that any of the Authorized Officers may deem necessary or advisable to consummate the transactions contemplated thereby;

WHEREAS, the Board reviewed and discussed matters associated with the Company's evaluation of the Potential Sale Transactions and other potential strategic alternatives;

WHEREAS, the Board has reviewed, evaluated and discussed with the officers and management of the Company and the Company's legal and financial advisors (i) the material facts, terms and conditions of the Stalking Horse Purchase Agreements, including but not limited to the purchase price and other consideration payable at the closing of each of the Potential Sale Transactions; (ii) the rights and obligations of the Company, the Board, the Company's stakeholders, and other parties in connection therewith; (iii) the costs, obligations, requirements (financial and otherwise) and other facts and considerations required to consummate the Potential Sale Transactions and (iv) the Company's financial situation, and on the basis of such inquiry and investigation, believes that the Potential Sale Transactions are appropriate for, in the best interests of, and advisable, just and reasonable to the Company and its stakeholders;

WHEREAS, the Board understands that the Potential Sale Transactions each remain subject to the sale process and bidding procedures to be approved by the Bankruptcy Court, including an opportunity for other interested parties to submit higher or otherwise better bids for the Company's consideration and the potential for an auction to be conducted if such qualified bids are submitted (the "**Sale Process**").

NOW, THEREFORE, BE IT RESOLVED, that, based upon its review of the factors that it considered to be relevant, the Board hereby unanimously determines the Stalking Horse Purchase Agreements and the Potential Sale Transactions are advisable and fair to, and in the best interests of, the Company and its bankruptcy estate, creditors, and other stakeholders; and it is further

RESOLVED, that the terms and conditions of, and the execution and delivery by the Company of the Stalking Horse Purchase Agreements (including all schedules and exhibits attached thereto and the performance by the Company of the Potential Sale Transactions) and Sale Documents, the Potential Sale Transactions and the performance by the Company of the obligations thereunder be, and they hereby are, approved in all respects, subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that each Authorized Officer shall be, and each of them hereby is, authorized and directed, for and on behalf of the Company, to execute and deliver the Sale Documents, including the Stalking Horse Purchase Agreements, together with any amendments and modifications thereto, and any and all other agreements, certificates or documents required or contemplated by the Stalking Horse Purchase Agreements or deemed necessary or appropriate in connection therewith, and to take all actions deemed necessary or appropriate to cause the Company's obligations thereunder to be performed (such necessity or appropriateness to be conclusively evidenced by the negotiation, execution and delivery by such Authorized Officer) subject to the approval of the Bankruptcy Court; and it is further

RESOLVED, that, each Authorized Officer is authorized, empowered, and directed, on behalf of and in the name of the Company, to file one or more motions with the Bankruptcy Court seeking approval of (a) bidding procedures to facilitate the Potential Sale Transactions and the Company's ability to attain the highest or otherwise best offers for the applicable assets, (b) the Merope Asset Purchaser and the Gene Asset Purchaser as stalking horse bidders for the applicable Potential Sale Transactions, (c) the payment of bid protections (including break-up fees and expense reimbursements) to the applicable stalking horse bidder as provided in the applicable Stalking Horse Purchase Agreement, and (d) one or more sale transactions that the Company, after due consultation with the management and the legal and financial advisors of the Company, determines constitute the highest or otherwise best offers for the applicable assets; and it is further

RESOLVED, that each Authorized Officer is authorized, empowered, and directed, on behalf of and in the name of the Company, to conduct further marketing processes pursuant to the bidding procedures as approved by the order of the Bankruptcy Court, with the assistance of the Company's investment banker and other professional advisors and under the supervision of the Bankruptcy Court, to identify potential sale transactions for the applicable assets; and it is further

RESOLVED, that each Authorized Officer is authorized, empowered, and directed, on behalf of and in the name of the Company, subject to the Bankruptcy Court approval as required, to negotiate, execute, deliver, perform, and cause the performance of any Sale Document in furtherance of, and necessary to effectuate, the Potential Sale Transactions or any other sale transaction to which the Company is or may become a party with respect to the applicable assets; and it is further

RESOLVED, that, subject to the Sale Process and the Bankruptcy Court's entry of one or more sale orders (each, a "**Sale Order**"), the Company is authorized to sell, transfer, convey, assign and deliver (i) to the Merope Asset Purchaser, in accordance with Sections 363 and 365 and the other applicable provisions of the Bankruptcy Code, all of the Acquired Assets (as defined in the Merope Stalking Horse APA) free and clear of all Liens (other than Permitted Liens) (each as defined in the Merope Stalking Horse APA), together with the Assumed Liabilities of the Company (as defined in the Merope Stalking Horse APA), upon the terms and subject to the conditions set forth in the Merope Stalking Horse APA and pursuant to the Sale Order as may be issued by the Bankruptcy Court under Sections 363 and 365 of the Bankruptcy Code and (ii) to the Gene Asset Purchaser, in accordance with Sections 363 and 365 and the other applicable provisions of the Bankruptcy Code, all of the Acquired Assets (as defined in the Gene Stalking Horse APA) free and clear of all Liens (other than Permitted Liens) (each as defined in the Gene Stalking Horse APA), together with the Assumed Liabilities of the Company (as defined in the Gene Stalking Horse APA), upon the terms and subject to the conditions set forth in the Gene Stalking Horse APA and pursuant to the Sale Order as may be issued by the Bankruptcy Court under Sections 363 and 365 of the Bankruptcy Code; and it is further

RESOLVED, subject to the outcome of the Sale Process, that the Authorized Officers are authorized, empowered and directed, for and on behalf of the Company, to (i) authorize the sale, transfer, conveyance, assignment and delivery to the Merope Asset Purchaser and the Gene Asset Purchaser of all of the Acquired Assets in accordance with the Merope Stalking Horse APA and the Gene Stalking Horse APA, as applicable, and pursuant to the Sale Order as may be issued by the Bankruptcy Court under Sections 363 and 365 of the Bankruptcy Code and (ii) do and perform such other acts and things to pay any and all fees and costs and to execute and deliver such other agreements, instruments, and other documents as such officer deems necessary, appropriate or advisable in order to carry into effect the provisions of these resolutions, including the Sale Documents; and it is further

RESOLVED, that the Company is authorized to perform fully its obligations under the Sale Documents and any such other documents, agreements, instruments or amendments and to engage without limitation in such other transactions, arrangements or activities (collectively, the "**Activities**") as are reasonably related or incident to, or which will serve to facilitate or enhance for the benefit of the Company the transactions contemplated by, these resolutions, including without limitation any modification, extension or expansion (collectively, the "**Changes**") of any Activities or of any other transactions, arrangements or activities resulting from any of the Changes and to enter into such other agreements or understandings as are necessary, appropriate or desirable to effectuate the intent of, or matters reasonably contemplated by, this resolution and each of the foregoing resolutions, including as a result of the Sale Process; and it is further

RESOLVED, that, subject to the outcome of the Sale Process, the Authorized Officers are authorized, empowered and directed, for and on behalf of the Company, to negotiate, execute and deliver such further agreements, instruments and documents, and to take any and all such other action, as they deem necessary, appropriate or advisable in their sole discretion to consummate the Potential Sale Transactions and otherwise to implement the purpose and intent of the foregoing resolutions fully, including, without limitation, upon execution and delivery of the Sale Documents, to negotiate, execute and deliver such amendments, supplements or other modifications to the Sale Documents as the Authorized Officers negotiating or executing the same deem necessary, appropriate or advisable in their sole discretion (such necessity, appropriateness or advisability to be conclusively evidenced by the negotiation, execution and delivery thereof by such Authorized Officers), and that any such amendments, supplements or other modifications are authorized and approved.

Approval of Debtor-in-Possession Credit Agreement

RESOLVED, that in connection with the filing of the Bankruptcy Petition, the Board authorizes and approves (i) the execution, delivery and performance of, and borrowing of money from time to time pursuant to, a Superpriority Senior Secured Debtor-In-Possession Credit Agreement (the "**DIP Credit Agreement**") between the Company and the DIP lender thereunder (the "**DIP Lender**"), on substantially the terms discussed and considered by the Board at this meeting, and in such form and on such terms and conditions as any one or more of the Authorized Officers shall negotiate, approve and deem necessary, appropriate or advisable in their sole discretion (such necessity, appropriateness or advisability to be conclusively evidenced by the execution and delivery thereof by such Authorized Officer), (ii) the execution, delivery and performance of, and the grant of a security interest in some or substantially all assets of the Company as may be deemed necessary by any one or more of the Authorized Officers pursuant to an agreement (the "**DIP Security Agreement**") between the Company and the DIP Lender, in such form and on such terms and conditions as any one or more of the Authorized Officers shall negotiate, approve and deem necessary, appropriate or advisable in their sole discretion (such necessity, appropriateness or advisability to be conclusively evidenced by the execution and delivery thereof by such Authorized Officer), (iii) the Company to make any payments as may be provided for under the terms of the DIP Credit Agreement and DIP Security Agreement, and (iv) the execution, delivery and performance of any other agreements, consents, certificates, amendments, assignments and instruments in connection with the foregoing (collectively, together with the DIP Credit Agreement and the DIP Security Agreement, the "**DIP Loan Documents**").

General Authorizations

Resolved, that, in addition to the specific authorizations heretofore conferred upon each Authorized Officer, each Authorized Officer be, and hereby is, authorized, empowered and directed to take or cause to be taken all such further actions, to execute and deliver or cause to be executed and delivered all such further certificates, agreements, instruments and documents and to incur all such fees and expenses, on behalf of and in the name of the Company, as in their judgment shall be necessary, appropriate or advisable to carry out fully the intent and purposes of the foregoing resolutions and each of them; and it is further

Resolved, that all acts lawfully done or actions lawfully taken by each Authorized Officer prior to adoption of these resolutions with respect to the matters contemplated by these resolutions, including, without limitations, actions lawfully taken by each Authorized Officer to seek relief on behalf of the Company under Chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 Bankruptcy or any matter related thereto be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.