



科濟藥業控股有限公司

CARSGEN THERAPEUTICS HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 2171.HK



2024  
INTERIM REPORT

## CONTENTS

Corporate Information	2
Business Highlights	3
Financial Highlights	5
Management Discussion & Analysis	6
Corporate Governance and Other Information	29
Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	45
Interim Condensed Consolidated Statement of Financial Position	46
Condensed Consolidated Statement of Changes in Equity	47
Interim Condensed Consolidated Statement of Cash Flows	48
Notes to Interim Condensed Consolidated Financial Information	49
Forward-Looking Statements	62
Definitions	63
Glossary	66



# Corporate Information

## BOARD OF DIRECTORS

### Executive Directors

Dr. Zonghai LI (*Chairman*)  
Dr. Huamao WANG  
Dr. Hua JIANG

### Non-executive Directors

Mr. Bingsen GUO  
Mr. Ronggang XIE  
Mr. Huaqing GUO

### Independent Non-executive Directors

Dr. Guangmei YAN  
Dr. Huabing LI (*resigned on April 29, 2024*)  
Dr. Wen ZHOU (*appointed on April 29, 2024*)  
Ms. Xiangke ZHAO

## CORPORATE HEADQUARTERS

1F, Building 2, No. 466 Yindu Road  
Xuhui District  
Shanghai  
PRC

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

5/F, Manulife Place  
348 Kwun Tong Road, Kowloon  
Hong Kong

## REGISTERED OFFICE

P.O. Box 31119  
Grand Pavilion  
Hibiscus Way  
802 West Bay Road  
Grand Cayman KY1-1205  
Cayman Islands

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Maples Fund Services (Cayman) Limited  
P.O. Box 1093, Boundary Hall  
Cricket Square, Grand Cayman KY1-1102  
Cayman Islands

## LEGAL ADVISERS TO HONG KONG LAW

Davis Polk & Wardwell  
10th Floor, The Hong Kong Club Building  
3A Chater Road, Hong Kong

## COMPANY SECRETARY

Mr. Wing Yat Christopher LUI

## AUTHORIZED REPRESENTATIVES

Dr. Zonghai LI  
Mr. Wing Yat Christopher LUI

## AUDIT COMMITTEE

Ms. Xiangke ZHAO (*Chairman*)  
Mr. Huaqing GUO  
Dr. Wen ZHOU

## REMUNERATION COMMITTEE

Dr. Wen ZHOU (*Chairman*)  
Dr. Zonghai LI  
Dr. Guangmei YAN

## NOMINATION AND CORPORATE GOVERNANCE COMMITTEE

Dr. Zonghai LI (*Chairman*)  
Dr. Guangmei YAN  
Dr. Wen ZHOU

## HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor  
Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

## STOCK CODE

02171

## AUDITOR

Ernst & Young  
*Certified Public Accountants*  
*Registered Public Interest Entity Auditor*  
27/F, One Taikoo Place  
979 King's Road  
Quarry Bay, Hong Kong

## COMPANY WEBSITE

[www.carsgen.com](http://www.carsgen.com)

## COMPLIANCE ADVISER

Rainbow Capital (HK) Limited  
No. 710, 7/F, Wing On House  
71 Des Voeux Road Central  
Hong Kong

## PRINCIPAL BANKER

Bank of Hangzhou Co., Ltd.  
No. 46, Qingchun Road  
Hangzhou  
PRC



# Business Highlights

As of the date of this report, we have made significant progress in advancing our technology innovations, product pipeline and business operations in the U.S. and China.

## 赛恺泽® (zevorcabtagene autoleucel , R&D code: CT053)

Zevorcabtagene autoleucel is an autologous fully human CAR T-cell product against B-cell maturation antigen (BCMA). As informed by the NMPA on March 1, 2024, 赛恺泽® was approved on February 23, 2024 for the treatment of adult patients with relapsed or refractory multiple myeloma (R/R MM) who have progressed after at least 3 prior lines of therapy (including a proteasome inhibitor and an immunomodulatory agent). CARsgen entered into a collaboration agreement with Huadong Medicine (Hangzhou) Co., Ltd., a wholly-owned subsidiary of Huadong Medicine Co., Ltd. (000963.SZ) (“**Huadong Medicine**”) for the commercialization of 赛恺泽® in mainland China. In terms of commercialization, Huadong Medicine has established a dedicated, professional, and comprehensive commercial team to promote the use of 赛恺泽® and has been utilizing China’s multi-layered insurance system to improve patient accessibility. As of July 31, 2024, 赛恺泽® has been included in nearly 20 provincial or municipal government subsidized insurance programs or private health insurance products, certification and regulatory filings for 赛恺泽® have been completed in 19 provinces or cities, covering over a 100 healthcare institutes, and we have received a total of 52 orders from Huadong Medicine. Updated results of the pivotal Phase II registrational trial of 赛恺泽® in China were reported as an oral presentation at the 29th European Hematology Association (EHA) Annual Congress. We anticipate that growth of sales revenue of 赛恺泽® will further accelerate with continuous marketing activities and broader insurance coverage.

## Satricabtagene autoleucel (CT041)

Satricabtagene autoleucel (satri-cel) is an autologous humanized CAR T-cell product against Claudin18.2 (CLDN18.2). Patient enrollment in accordance with the clinical trial protocol for the gastric cancer/gastroesophageal junction cancer (GC/GEJ) confirmatory Phase II (NCT04581473) trial in China has been completed. Data updates from the investigator-initiated trial (CT041-CG4006, NCT03874897) were published in *Nature Medicine* in June 2024 and presented orally at the 2024 American Society of Clinical Oncology (“**ASCO**”) Annual Meeting. Summary of safety and efficacy in patients with refractory metastatic pancreatic cancer (PC) (CT041-CG4006 & CT041-ST-01) were reported in *Journal of Clinical Oncology*.

An IIT is being initiated in China for satri-cel to be used as consolidation treatment following adjuvant therapy in patients with resected gastric cancer/gastroesophageal junction cancer. The study (CT041-ST-02, NCT04404595) in the US and Canada is currently under clinical hold by the FDA due to CMC observations related to our RTP Manufacturing Facility.

The collaboration with Moderna, Inc. (Nasdaq: MRNA, “**Moderna**”) is ongoing to investigate Moderna’s investigational Claudin18.2 mRNA product in combination with satri-cel in preclinical studies.

## CT011

CT011 is an autologous CAR T-cell product against Glypican-3 (GPC3). In January 2024, CT011 IND was cleared by the NMPA for GPC3-positive stage IIIa hepatocellular carcinoma patients who are at high risk of recurrence after surgical resection.

# Business Highlights

## CT071

CT071 is an autologous fully human CAR T-cell product against G-protein coupled receptor class C group 5 member D (GPRC5D). CT071 was developed utilizing CARsgen's CARcelerate® platform, for the treatment of MM and primary plasma cell leukemia (pPCL). CARcelerate® is a proprietary platform CARsgen developed that shortens the manufacturing time to approximately 30 hours and therefore yields younger and possibly more potent CAR T cells when compared to conventional manufacturing processes. Results from the investigator-initiated trial (NCT05838131) for R/R MM and relapsed/refractory plasma cell leukemia (R/R PCL) were presented as a poster at the 29th EHA Annual Congress in June 2024. Another investigator-initiated trial (NCT06407947) is currently underway in China for the treatment of high-risk newly diagnosed multiple myeloma (NDMM). The US study (CT071-HM-001, NCT06333509) is currently under clinical hold by the FDA due to CMC observations related to our RTP Manufacturing Facility.

## Allogenic CAR T-cell Products

In addition to autologous products, CARsgen has also been advancing differentiated allogenic CAR T-cell products based on the THANK-uCAR® platform. Some examples include: an IIT is ongoing for CT0590 for treatment of R/R MM and PCL; KJ-C2320 is developed for the treatment of acute myeloid leukemia (AML), a disease with high unmet medical needs and lack of efficacious treatment options; KJ-C2219 is a CD19 and CD20 dual-targeting allogeneic CAR T-cell product for the treatment of B-cell related hematologic malignancies and autoimmune diseases; and KJ-C2114 is for the treatment of solid tumor(s).

## Manufacturing Capacity

We have established in-house, vertically integrated manufacturing capabilities for the three key stages of CAR T manufacturing, including the production of plasmids, lentiviral vectors, and CAR T cells.

We have expanded our global manufacturing capacity in China and the U.S. to support both clinical trials and subsequent commercialization of our pipeline. With the clinical manufacturing facility in Xuhui, Shanghai and commercial GMP manufacturing facility in Jinshan, Shanghai ("**Jinshan Manufacturing Facility**"), we manufacture CAR T-cell products in-house to support clinical trials in China and manufacture the lentiviral vectors in-house to support clinical trials globally. Our Research Triangle Park (RTP) GMP manufacturing facility in Durham, North Carolina ("**RTP Manufacturing Facility**") has commenced operations of production of autologous CAR T-cell products, which will provide CARsgen additional manufacturing capacity of autologous CAR T-cell products for 700 patients annually to support clinical studies and early commercial launch in the United States, Canada and Europe.

In December 2023, during its inspection of RTP Manufacturing Facility, FDA found that certain procedures related to the manufacturing of the CAR T-cell products were not conducted in accordance with Current Good Manufacturing Practices (CGMP) or other procedural controls and requirements associated with the manufacturing facility, and a Form 483 was issued and a clinical hold was subsequently initiated for zevorcabtagene autoleucel, satricabtagene autoleucel, and CT071. A response regarding the Corrective and Preventive Actions (CAPAs) plan was submitted to the FDA in December 2023 in relation to the findings in the Form 483. Updates related to the implementation of corrective action were made in March, April and May, 2024. A complete response to the clinical hold was submitted to the FDA in May 2024. The FDA responded on June 7, 2024 with four items while the response review was still ongoing. The Company has been implementing the CAPAs as planned and has provided the FDA with updates on the progress and results. The remaining CAPAs progress will be updated to the FDA on a regular basis. We are committed to work diligently to address any additional FDA comments. We have already been conducting a comprehensive review and improvement of our processes based on CGMP and are working closely with the FDA to ensure the smooth progress and resume the development activities.

# Financial Highlights

## 1. REVENUE

The Group's revenue was around RMB6 million for the six months ended June 30, 2024 mainly from 赛恺泽® (zevorcabtagene autoleucel, autologous BCMA CAR T-cell product) in which the primary revenue of 赛恺泽® was calculated on the basis of ex-works price, rather than on the basis of end-of-market prices. Our revenue is recognized upon completion of ex-works delivery of products. Besides, the Company received a milestone payment of RMB75 million from Huadong Medicine for 赛恺泽® for the six months ended June 30, 2024. Due to the inherent time cycle of CAR-T manufacturing, there is a discrepancy between the number of orders obtained from Huadong Medicine and number of ex-works deliveries.

## 2. GROSS PROFIT

The Group's gross profit was around RMB2 million for the six months ended June 30, 2024. In the commercialization stage, we are demonstrating a strong cost competitive advantage, which is mainly due to self-manufacture for plasmids and vectors with stable output and high yield per batch.

## 3. NET LOSS

Our net loss was around RMB352 million for the six months ended June 30, 2024, representing a decrease of around RMB52 million from around RMB404 million for the six months ended June 30, 2023. The decrease was primarily due to (i) the decrease in share-based compensation, which totaled around RMB9 million for the six months ended June 30, 2024, representing a decrease of around RMB10 million from around RMB19 million for the six months ended June 30, 2023; (ii) lower research and development expenses; and (iii) our recognition of revenue of around RMB6 million for the six months ended June 30, 2024, while we had not recorded any revenue before.

Our adjusted net loss<sup>(1)</sup> was around RMB342 million for the six months ended June 30, 2024, representing a decrease of around RMB44 million from around RMB386 million for the six months ended June 30, 2023. The decrease was primarily due to (i) lower research and development expenses; and (ii) our recognition of revenue of around RMB6 million for the six months ended June 30, 2024, while we had not recorded any revenue before.

## 4. CASH AND BANK BALANCES

Cash and bank balances were around RMB1,653 million as of June 30, 2024, representing a decrease of around RMB197 million from around RMB1,850 million as of December 31, 2023. The decrease was mainly due to research and development expenses, administrative expenses and investment of capital expenditure. Cash and cash equivalents and deposits at the end of 2024 are expected to be not less than RMB1,350 million. We expect to have adequate cash into the 2027, excluding subsequent cash inflows.

(1) Adjusted net loss and adjusted net loss per share are non-IFRS measures. They exclude the impact of the adjusted items. For details of non-IFRS measures, please refer to "Non-IFRS Measures" subsection.

# Management Discussion & Analysis

## I. OVERVIEW

CARsgen is a biopharmaceutical company with operations in China and the U.S., focusing on innovative CAR T-cell therapies for the treatment of hematologic malignancies and solid tumors. CARsgen has established end-to-end capabilities for CAR T-cell research and development covering target discovery, preclinical research, product clinical development, and commercial-scale production. CARsgen has developed novel in-house technologies and a product pipeline with global rights to address challenges faced by existing CAR T-cell therapies. Efforts include improving safety profile, enhancing the efficacy in treating solid tumors, and reducing treatment costs, etc. CARsgen's mission is to be a global biopharmaceutical leader that provides innovative and differentiated cell therapies for cancer patients worldwide and makes cancer curable.

## II. BUSINESS REVIEW

### Our Products and Product Pipeline

CARsgen remains committed to be a pioneer in advancements of CAR T-cell therapies by leveraging our comprehensive capabilities and innovative technology platforms. We focus on developing CAR T-cell products that deliver breakthrough innovations for patients with significant unmet medical needs. Our pipeline is regularly assessed to prioritize programs that demonstrate differentiated clinical and commercial value.

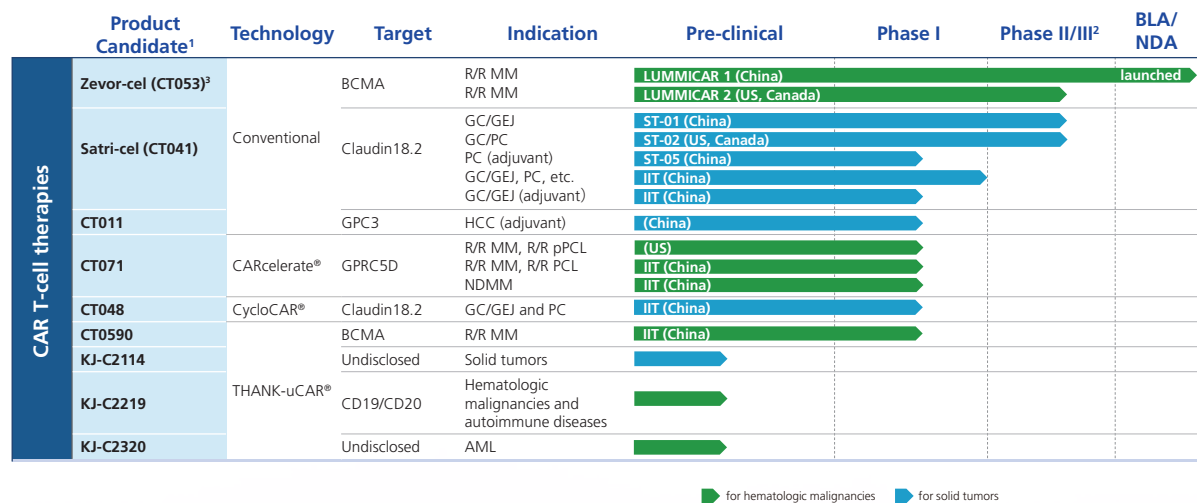
Considering the delay in US clinical program due to clinical hold and the evolving competitive landscape, CARsgen decided to deprioritize the LUMMICAR-2 study of zevorcabtagene autoleucel in the U.S. and Canada as a part of our strategic adjustment. Resources will be re-allocated to support clinical programs and products that promise greater clinical impact and are in better alignment with Company's strategic goals.

The Company's pipeline focus in hematologic malignancies will be spearheaded by CT071, which is designed towards GPRC5D and manufactured using CARsgen's proprietary CARcelerate® platform. CT071 has shown promising and differentiating potentials based on IIT study preliminary results. For treatment of solid tumors, the most advanced product is CT041, for which enrollment in accordance with the clinical trial protocol has been completed for the confirmatory advanced GC/GEJ Phase II study (CT041-ST-01, NCT04581473) in China. The Company is actively expanding CAR T application in early line treatments of solid tumors: with one ongoing Phase I clinical trial for pancreatic cancer; one IIT under start-up activities for gastric cancer/gastroesophageal junction cancer; and one Phase I study for hepatocellular carcinomas. CARsgen has been active in advancing several allogeneic CAR T-cell products that offer differentiated clinical value.



# Management Discussion & Analysis

The chart below summarizes the development status of our pipeline as of the date of this report.



R/R MM: relapsed/refractory multiple myeloma; GC: gastric cancer; GEJ: gastroesophageal junction cancer; PC: pancreatic cancer; HCC: hepatocellular carcinoma; R/R pPCL: relapsed/refractory primary plasma cell leukemia; NDMM: newly diagnosed multiple myeloma; AML: acute myeloid leukemia

Notes:

1. All product candidates are self-developed with global rights.
2. Phase II trials of some indications are pivotal studies.
3. Core Product. Commercial rights in mainland China have been granted to Huadong Medicine. Rights in the South Korean market have been licensed to HK Inno.N Corporation (KOSDAQ: 195940).

## 赛恺泽® (zevorcabtagene autoleucel, R&D code: CT053) – Fully Human BCMA CAR T

Zevorcabtagene autoleucel is a fully human, autologous BCMA CAR T-cell product for the treatment of R/R MM. It incorporates a CAR construct with a fully human BCMA-specific single-chain variable fragment (scFv) with low immunogenicity and increased stability that overcomes T-cell exhaustion by reducing the self-activation of CAR T cells in the absence of tumor-associated targets.

As informed by the NMPA on March 1, 2024, 赛恺泽® was approved on February 23, 2024 for the treatment of adult patients with R/R MM who have progressed after at least 3 prior lines of therapy (including a proteasome inhibitor and an immunomodulatory agent). It is our Company's first product commercialized in mainland China. In January 2023, CARsgen and Huadong Medicine (Hangzhou) Co., Ltd. entered an agreement for the exclusive right to commercialization of 赛恺泽® in mainland China. In addition to the RMB200 million upfront payment, CARsgen received a regulatory milestone payment of RMB75 million. CARsgen is eligible to receive regulatory and commercial milestone payments up to RMB1,025 million under the terms of the agreement. CARsgen continues to be responsible for the development, regulatory approval, and manufacturing of 赛恺泽® in mainland China. In terms of commercialization, Huadong Medicine has established a dedicated, professional, and comprehensive commercial team to promote the use of 赛恺泽® and has been utilizing China's multi-layered insurance system to improve patient accessibility. As of July 31, 2024, 赛恺泽® has been included in nearly 20 provincial or municipal government subsidized insurance programs or private health insurance products, certification and regulatory filings for 赛恺泽® have been completed in 19 provinces or cities, covering over a 100 healthcare institutes, and we have received a total of 52 orders from Huadong Medicine.



## Management Discussion & Analysis

Huadong Medicine has extensive commercialization experience and a large-scale sales network in mainland China. Huadong's strategic goal of being a leader in the oncology therapeutic area created the opportunity for a strong partnership between the two companies. We believe that the partnership with Huadong Medicine will maximize commercial success of 赛恺泽® in mainland China. Since reaching the agreement, teams from CARsgen and Huadong Medicine have been working together closely to implement commercialization strategy and ensure optimal product access.

The results of LUMMICAR-1 study were reported as an oral presentation at the 29th EHA Annual Congress on June 15, 2024, titled "Phase 2 study of fully human BCMA-targeting CAR-T cells (zevorcabtagene autoleucel) in patients with relapsed/refractory multiple myeloma". In 102 patients treated with 赛恺泽®, the ORR was 92.2% (94/102), and the remission rate at VGPR or above was 91.2% (93/102), and the CR/sCR rate was 71.6% (73/102). A trend toward deepening of responses was observed with longer duration of follow-up.

At the 65th ASH Annual Meeting in December, 2023, CARsgen presented a poster titled "Three-Year Follow-up on Efficacy and Safety Results from Phase I Lummicar Study 1 of Zevorcabtagene Autoleucel in Chinese Patients with Relapsed or Refractory Multiple Myeloma", highlighting the 3-year follow-up on efficacy and safety results from the Phase I portion of the Phase I/II registrational study in China (LUMMICAR-1, NCT03975907).

The LUMMICAR-2 study in the U.S. is currently on clinical hold by the FDA due to CMC observations at our RTP Manufacturing Facility. Considering the delay in the clinical program due to clinical hold and an evolving competitive landscape, CARsgen decided to deprioritize the LUMMICAR-2 study of zevorcabtagene autoleucel in the U.S. and Canada as a part of our strategic adjustment.

**Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that zevorcabtagene autoleucel will ultimately be successfully developed and marketed (outside mainland China) by the Company. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

### *Satricabtagene autoleucel – Humanized Claudin18.2 CAR T*

Satricabtagene autoleucel is an autologous CAR T-cell product against protein Claudin18.2 and has potential to be first-in-class globally. Satricabtagene autoleucel targets the treatment of Claudin18.2-positive solid tumors with a primary focus on GC/GEJ and PC. Claudin18.2 is expressed in a range of solid tumors, including GC/GEJ, PC, colorectal, lung, and ovarian cancers. Leveraging our in-depth understanding in CAR T-cell therapy, as well as our integrated antibody platform, we were, to our knowledge, the first in the world to successfully identify, validate and report Claudin18.2 as a solid tumor-associated antigen and viable target for CAR T-cell therapy. To further address the challenges of CAR T-cell therapies in treating solid tumors, we developed an innovative, patent-protected preconditioning regimen which is to be administered prior to infusion of satricabtagene autoleucel. This regimen (FNC) features the addition of low-dose nab-paclitaxel to the conventional lymphodepletion regimen comprising cyclophosphamide and fludarabine.

Enrollment in accordance with the clinical trial protocol for the GC/GEJ confirmatory Phase II trial (CT041-ST-01, NCT04581473) in China has been completed. CARsgen plans to submit an NDA to the NMPA in China during the first half of 2025.

## Management Discussion & Analysis

The Company has started moving the investigation of satricabtagene autoleucel treatment to early line: including an ongoing Phase I clinical trial for PC adjuvant therapy in China (CT041-ST-05, NCT05911217) and a planned IIT for consolidation treatment following adjuvant therapy in patients with resected GC/GEJ.

The Phase Ib results from the Phase Ib/II satricabtagene autoleucel study in China (CT041-ST-01, NCT04581473) were presented at the 2022 ASCO Annual Meeting with the poster titled “Safety, Tolerability and Preliminary Efficacy Results in Patients with Advanced Gastric/Gastroesophageal Junction Adenocarcinoma from a Phase Ib/II Study of CLDN18.2 CAR T-cell therapy(CT041)”.

The final results of the investigator-initiated trial CT041-CG4006 have been published in *Nature Medicine* on June 3, 2024, which was titled “Claudin18.2-specific CAR T Cells in gastrointestinal cancers: Phase 1 trial final results”. Data were presented as an oral presentation at the 2024 ASCO Annual Meeting in June 2024. In patients with GC/GEJ cancer who received satri-cel monotherapy (n = 59), 51 had target lesions. The ORR and DCR were 54.9% (28/51) and 96.1% (49/51), respectively.

The Phase 2 part of the satricabtagene autoleucel Phase 1b/2 clinical trial was initiated in the U.S. and Canada for advanced GC/GEJ trial (CT041-ST-02, NCT04404595). The study is currently under clinical hold by the FDA due to CMC observations related to our RTP Manufacturing Facility. At the 2024 ASCO GI meeting, CARsgen presented a poster entitled “CLDN18.2 Chimeric Antigen Receptor T Cell Therapy for Patients with Advanced Gastric and Pancreatic Adenocarcinoma: Results of ELIMYN18.2 Phase 1b Clinical Trial” with study results for satricabtagene autoleucel in the Phase 1b trial in the U.S..

An article titled “Safety and Efficacy of CT041 in Patients With Refractory Metastatic Pancreatic Cancer: A Pooled Analysis of Two Early-Phase Trials” was published in *Journal of Clinical Oncology* reporting the results of patients with previously treated pancreatic cancer in two multicenter, open-label Phase I/ Ib trials (CT041-CG4006 & CT041-ST-01) in May 2024.

Two metastatic pancreatic cancer patients administrated with satricabtagene autoleucel after the failure of standard therapy (NCT04581473 and NCT03874897) were reported in *Journal of Hematology & Oncology* article titled “CT041 CAR T cell therapy for Claudin18.2-positive metastatic pancreatic cancer” in September 2023.

An article titled “Metastatic gastric cancer target lesion complete response with Claudin18.2-CAR T cells” was published in February 2024 in *Journal for ImmunoTherapy of Cancer* reporting a patient with metastatic GC, who had progressed on four lines of combined systemic chemotherapy and immunotherapy after receiving two satricabtagene autoleucel infusions achieved target lesion complete response and sustained an 8-month overall partial response with only minimal ascites.

Satricabtagene autoleucel received Orphan Drug designation from the FDA in September 2020 for the treatment of GC/GEJ and Orphan Medicinal Product designation from the EMA in February 2021 for the treatment of advanced gastric cancer. Satricabtagene autoleucel was granted PRIME eligibility by the EMA for the treatment of advanced gastric cancer in November 2021 and was granted RMAT Designation by FDA for the treatment of advanced GC/GEJ with Claudin18.2-positive tumors in January 2022.

CARsgen and Moderna have been collaborating to investigate satricabtagene autoleucel in combination with Moderna’s investigational Claudin18.2 mRNA product. Since entering the collaboration in 2023, a series of pre-clinical studies have been conducted to evaluate the combination.

# Management Discussion & Analysis

**Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that satricabtagene autoleucel will ultimately be successfully developed and marketed by the Company. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

## ***CT011 – Humanized GPC3 CAR T***

CT011 is an autologous CAR T-cell product with proof-of-concept clinical data for the treatment of hepatocellular carcinoma (HCC). Our co-founder, CEO and Chief Scientific Officer, Dr. Zonghai LI led the world's first successful effort in identifying, validating, and reporting GPC3 as a tumor-associated target for the development of CAR T-cell therapies to treat HCC.

In January 2024, CT011 received IND clearance from the NMPA for patients with GPC3-positive stage IIIa hepatocellular carcinoma at high risk of recurrence after surgical resection.

In July 2023, an article titled “Combined local therapy and CAR-GPC3 T-cell therapy in advanced hepatocellular carcinoma: a proof-of-concept treatment strategy” was published in *Cancer Communication*. Two advanced HCC patients who received local therapy followed by sequential infusions of CAR-GPC3 T-cells achieved more than 7-year disease-free survival.

**Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that CT011 will ultimately be successfully developed and marketed by the Company. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

## ***CT071 – GPRC5D CAR T***

CT071 is an autologous CAR T-cell therapy product targeting GPRC5D developed utilizing CARsgen's proprietary CARcelerate® platform for the treatment of R/R MM and R/R pPCL. It incorporates a fully-human single-chain variable fragment (scFv) developed by CARsgen.

CARsgen's proprietary CARcelerate® platform may shorten CT071's manufacturing time to approximately 30 hours and therefore, resulting CAR-T cells are younger and possibly more potent compared to conventional manufacturing. The improved manufacturing efficiency aims to expedite availability of the product to patients, enhances the supply capacity, and reduces manufacturing costs.



## Management Discussion & Analysis

Results from the investigator-initiated trials (NCT05838131) for R/R MM and R/R PCL were presented as a poster at the 29th EHA Annual Congress in June 2024, titled “First-in-human study of GPRC5D-targeted CAR T cells (CT071) with an accelerated manufacturing process in patients with relapsed/refractory multiple myeloma (RRMM)”. Further data updates are planned to be published during the second half of 2024.

Another investigator-initiated trial (NCT06407947) is ongoing in China for the treatment of NDMM. CT071 IND was cleared by the FDA in November 2023 for the treatment of patients with R/R MM and R/R pPCL. The Phase 1 clinical trial of CT071 in the U.S. is currently on clinical hold by the FDA due to CMC observations at our RTP Manufacturing Facility.

**Warning under Rule 18A.08(3) of the Listing Rules: There is no assurance that CT071 will ultimately be successfully developed and marketed by the Company. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

### IND-Enabling or Preclinical Stage Product

In addition to the above clinical-stage products, CARsgen has multiple programs in the IND-enabling or preclinical stage.

CT048 is a next-generation autologous CAR T-cell product developed with our CycloCAR® technology to treat patients with Claudin18.2-positive GC/GEJ or PC. We expect that by co-expressing cytokine IL-7 and chemokine CCL21, CT048 may provide greater clinical efficacy potentially with reduced requirement for lymphodepletion conditioning. An IIT is ongoing in China to evaluate the safety and efficacy of CT048 for the treatment of GC/GEJ and PC.

CT0590 is a BCMA-targeting allogeneic CAR T-cell product candidate deploying our THANK-uCAR® technology. An IIT has been initiated in China to evaluate the safety and efficacy of CT0590 for the treatment of R/R MM. The Company plans to disclose the proof-of-concept study results during the second half of 2024.

KJ-C2114 is an allogeneic CAR T-cell product candidate deploying our THANK-uCAR® technology with an undisclosed target for the treatment of certain solid tumors.

KJ-C2219 is an allogeneic CAR T-cell product targeting CD19/20, for the treatment of hematologic malignancies and autoimmune diseases.

KJ-C2320 is an allogeneic CAR T-cell product for the treatment of AML. Start-up activities for an IIT in China will be initiated in the second half of 2024.



# Management Discussion & Analysis

## Continuous Discovery and Technology Development

Despite the approval of some CAR T-cell products for the last-line treatment of hematologic malignancies, significant challenges remain, such as limited efficacies against solid tumors, undesirable safety concerns, and high manufacturing and treatment costs. We strive to explore and develop innovative technology platforms to address these challenges to generate better cell therapy products for cancer patients globally.

We have established an integrated research and development platform covering the full CAR T development cycle including target discovery, antibody development, vector design, manufacturing, quality assurance, and quality control. Our integrated cell therapy platform is composed of target discovery, hybridoma and antibody humanization platform, fully human phage display antibody library platform, antibody identification platform, immune cell function evaluation platform, plasmid and lentiviral vector preparation platforms, cell therapy process development platform, analytical platforms with molecular, flow cytometry, biochemical, physical-chemical, and cell-based analytical capabilities, biological samples tests platform, clinical-scale and commercial-scale CAR T manufacturing platform, and platform for clinical studies.

We continue to dedicate ourselves to advancing innovative technologies to address remaining challenges in the CAR-T industry:

- (1) **Better patient access with allogeneic CAR-T:** To reduce the cost and increase accessibility of CAR T-cell therapies, we continue to develop our market-differentiating allogeneic THANK-uCAR® technology. THANK-uCAR® is our proprietary technology to generate allogeneic CAR T cells with improved expansion and persistence by modifying donor-derived T cells. To minimize graft versus host disease (GvHD) and host versus graft response (HvGR) from allogeneic T cells, we disrupt the genomic loci encoding TCR and  $\beta 2$  microglobulin (B2M) to eliminate surface expression of the TCR or the human leukocyte antigen class I (HLA-I), an approach that has been validated by previous research. However, natural killer (NK) cells attack T cells without HLA-I expression, which then limits the expansion and persistence of the allogeneic CAR T cells. To protect the allogeneic CAR T cells from the patient's NK cells' attacks, we arm these TCR/HLA-I T cells with a CAR that recognizes NKG2A to hinder the NKG2A-positive NK cell rejection of the CAR T cells and therefore allow the THANK-uCAR T cells to resist the attack by NK cells. Our in vitro and in vivo studies demonstrated that armoring the TCR/HLA-I T cells with the anti-NKG2A CAR resulted in improved expansion in the presence of NK cells. We are developing allogeneic CAR T-cell products using THANK-uCAR® technology, which we believe could increase CAR T cell expansion, persistence and efficacy.
- (2) **Improve manufacturing efficiency:** We have developed a proprietary platform that can shorten the manufacturing time for the CAR T cells to approximately 30 hours. The CARcelerate® platform produces CAR T cells that are younger, more likely to remain in a 'naïve' state and less likely to be exhausted. CAR T cells from the CARcelerate® platform are expected to exhibit more potent anti-tumor activity. The improved manufacturing efficiency is expected to enhance the supply capacity, reduce the manufacturing costs, and expedite the availability of the product to the patients. We are using CARcelerate® to manufacture CT071 for the treatment of patients with MM or pPCL.

## Management Discussion & Analysis

### (3) Enhance efficacy in solid tumors:

- To enhance efficacy against solid tumors, we developed CycloCAR® which features the co-expression of cytokine IL-7 and chemokine CCL21 in CAR T cells to potentially improve clinical efficacy and reduce the requirement of lymphodepletion conditioning. Preclinical results showed that IL-7 enhanced the proliferation and survival of CAR T cells and inhibited the apoptosis of CAR T cells, and CCL21 could drive infiltration of T cells and dendritic cells into tumor sites. The preclinical CycloCAR T cells improved the therapeutic effects against solid tumors in mice compared to conventional CAR T cells. Moreover, even without preconditioning chemotherapy, the CycloCAR T cells could potently suppress the tumor growth with a significantly better efficacy than CAR T cells co-expressing IL-7 and CCL19 (7×19 CAR T, a previously reported design by other researchers). Our studies demonstrated that, independent of lymphodepletion chemotherapy, CycloCAR T cells exerted potent antitumor effects which were facilitated by infiltration of T cells and dendritic cells into tumor tissues, CycloCAR T cells exhibited increased survival, and potential anti-angiogenesis effect. We are using CycloCAR® to develop CAR T-cell therapies against several targets including Claudin18.2, GPC3, and mesothelin. We continue to explore potential combination approaches to boost the therapeutic effects of single agents and identify new targets and approaches to tackle new indications.
- The Company continues on exploration of combinatorial approaches to enhance clinical outcomes of CAR-T therapies. For example, our recent collaboration with Moderna to explore satricabtagene autoleucel in combination with Claudin18.2 encoding mRNA vaccines to help boost T cell activation, proliferation and persistence.

### (4) Target availability:

- In development of cancer therapies, the expression of tumor-associated antigens in normal tissues poses a significant challenge, as this expression pattern leads to on-target off-tumor toxicities. To resolve the challenge with target availability, we continue to explore innovative technologies to enhance drug target availability and therefore turn undruggable antigens into promising targets. We developed LADAR™ technology (local action driven by artificial receptor), in which an artificial receptor is triggered by a LADAR Ligand to induce the transcription of the gene(s) of interest (e.g., the tumor antigen-targeted CAR, plus any cytokines or other therapeutic mediators). Through the LADAR™ artificial receptor, the antitumor CAR transcription is only triggered when the LADAR binds to a LADAR Ligand, making it possible to precisely control when and where immune cells act against cancer cells.
- The LADAR-CAR signaling circuits require both antigens for LADAR™ and CAR recognition to kill target cells, thus reducing on-target off-tumor effects when these two antigens are not simultaneously expressed in the same normal tissues. In our in vitro studies, the LADAR™ system induced strong therapeutic gene expression in response to antigen engagement and, importantly, negligible leakage expression in resting cells. LADAR-CAR T cells executed killing function only if both antigens were present.
- We are also working on other applications of LADAR™ system, such as LADAR-cytokine circuits. We believe that the establishment of LADAR™ system is the key step to developing CAR T cells with powerful and precise killing of cancer.

## Management Discussion & Analysis

- To develop effective CAR T-cell products for more cancer types and further enhance the antitumor effect, we have been expanding our research to more promising oncology targets for cell therapies. In addition, leveraging our proprietary antibody platforms, we have successfully developed humanized or fully human antibodies against these targets, such as B7-H3, etc. These antibodies, together with our CAR T-cell technology platforms, will help further enhance the product pipeline.

These technologies are currently being developed in-house with global rights and can be used alone or in combination to upgrade our existing products or generate future products.

Empowered by these technologies, we strive to further enrich our pipeline and advance these pipeline products to clinical and commercial stage.

As of June 30, 2024, we had more than 300 patents of which 114 patents had been issued globally including China, the United States, Europe, and Japan, with an increase of 10 issued patents and 10 patent applications compared with that of January 1, 2024. Our R&D activities are expected to continue to generate substantial intellectual property in our areas of expertise.

### Manufacturing

We have established in-house GMP-compliant manufacturing capabilities to support vertically integrated CAR T manufacturing, including plasmids, lentiviral vectors, and CAR T-cell production. The vertically integrated production contributes to increased efficiency and enhanced control, resulting in improved drug product consistency and aiming for faster turnaround times for patients. The integrated manufacturing is also expected to help significantly reduce costs and improve margins for more advantageous commercialization. To further improve the manufacture efficiency, we developed a proprietary platform CARcelerate® that can shorten the manufacturing time for the CAR T cells to around 30 hours, as compared to the conventional CAR T manufacturing process. The CARcelerate® platform produces CAR T cells that are younger and are more likely to remain in a 'naïve' state and less likely to be exhausted; as such, these CAR T cells from the CARcelerate® platform are thought to exhibit more potent tumor killing activity.

We have expanded our manufacturing capacity in China and the U.S. to support both the clinical trials and the subsequent commercialization of our products. A total of three production sites have been put into full operation, with the one in Xuhui, Shanghai, supporting clinical development and the ones located in Jinshan, Shanghai, and Research Triangle Park, Durham, North Carolina, United States supporting both clinical development and commercialization manufacture.

With the clinical manufacturing facility in Xuhui, Shanghai, and the commercial manufacturing facility in Jinshan, Shanghai, we can produce the lentiviral vectors and CAR T cells in-house to support clinical trials and CAR T-cell commercialization in China. We also produce the lentiviral vectors for clinical trials outside of China. Our clinical manufacturing facility in Xuhui, Shanghai with a total gross floor area (GFA) of approximately 3,000 sq.m. and an annual CAR T production capacity to support the CAR T-cell treatment of 200 patients has been used for clinical manufacturing of CAR T-cell products in supporting multiple clinical studies of our leading assets. Since establishment, our Xuhui facility has achieved over 95% manufacturing success rate for all products. We have also completed the construction of our commercial-scale manufacturing facility located in Jinshan, Shanghai with a total GFA of approximately 7,600 sq.m. and an estimated manufacturing capacity to support CAR T-cell treatment of up to 2,000 patients annually. The Jinshan Manufacturing Facility passed the on-site inspection conducted by the Shanghai Medical Products Administration (SHMPA) and obtained the first Manufacture License for Pharmaceutical Products ("**Manufacturing License**") issued in China for CAR T-cell therapy.

## Management Discussion & Analysis

The RTP Manufacturing Facility, with a total GFA of approximately 3,300 sq.m, started operating in September 2022 with technology transfer completed and provides CARsgen with additional manufacturing capacity of autologous CAR T-cell products for 700 patients annually.

In December 2023, during its inspection, FDA found that certain procedures related to the manufacturing of the CAR T products were not conducted in accordance with Current Good Manufacturing Practices (CGMP) or other procedural controls and requirements associated with the manufacturing facility, and a Form 483 was issued and a clinical hold was subsequently initiated for the three INDs active in the U.S.. Recently, a warning letter from FDA was received and our full response was submitted on August 16, 2024, U.S. time. During this period, a response regarding the Corrective and Preventive Actions (CAPAs) plan has been submitted to the FDA in December 2023 in relation to the findings in the Form 483. Updates related to the implementation of corrective action were made in March, April and May, 2024. A complete response to the clinical hold for zevorcabtagene autoleucel, satricabtagene autoleucel, and CT071 was submitted in May 2024, and feedback was received from the FDA on June 7, 2024, U.S. time with four items. The Company has been implementing the CAPAs as planned and has provided the FDA with updates on the progress and results. The remaining CAPAs progress will be updated to the FDA on a regular basis. We are committed to work diligently to address any additional FDA comments. We have already been conducting a comprehensive review and improvement on the CGMP and are working closely with the FDA to ensure the smooth progress and production quality for clinical trials and launching applications and resume the development activities.

By building vertically integrated manufacturing capabilities in-house, we expect to significantly increase manufacturing sustainability, reduce manufacturing costs, and shorten the vein-to-vein time. In addition, we have an in-house GMP-compliant manufacturing facility capable of high yield production of lentiviral vectors. To support the clinical production at the RTP Manufacturing Facility, CARsgen Jinshan Manufacturing Facility will provide the lentiviral vector to support CAR T-cell production for zevorcabtagene autoleucel and satricabtagene autoleucel clinical studies in the United States and Canada. With large scale lentiviral vectors production, we expect to reduce the CAR T manufacturing costs noticeably.

### Expansion and Retention of Talent

As of June 30, 2024, we had a total of 477 employees.

CARsgen continuously invests in talent development. New employees from various subsidiaries and departments completed new hire orientation training and new employees have buddies assigned to. The training and buddies expedited the new employee's integration into CARsgen. Performance management workshops were organized, mainly targeting management personnel. Through case discussions and other activities, the participants deepened their understanding and insights into strategic goal decomposition, cross-department goal alignment, and setting challenging objectives. CARsgen accelerated the development of talents with global experience and perspective offering job rotations and overseas assignments. CARsgen also supports new managers' role transition and leadership development by offering trainings and organized experience sharing salon.



# Management Discussion & Analysis

## Industry Overview

As a novel treatment modality, CAR T-cell therapy offers breakthrough efficacy and curative potential for cancer patients. The global CAR T-cell therapy market has been experiencing strong growth since approval of the first CAR T-cell therapy product in 2017. The global CAR T-cell therapy market is expected to further grow driven by increasing global cancer incidence, approval of CAR T-cell therapies in more indications, improvements in manufacturing technology and capacities, availability of CAR T-cell products in more markets. As of the date of this report, there are six CAR T-cell products approved by U.S. FDA and five CAR T-cell products approved by NMPA in China. However, there are still significant unmet medical needs for the cancer patients worldwide, calling for more and better innovative CAR T-cell products, particularly for the treatment of solid tumors. With our pipeline products, e.g. zevorcabtagene autoleucel and satricabtagene autoleucel, and innovative technology platforms, e.g. CycloCAR®, THANK-uCAR®, LADAR™ and CARcelerate®, we are committed to developing the innovative therapies to fulfill these unmet medical needs.

## Future and Outlook

With CARsgen's mission of "making cancer curable", we devote ourselves to develop innovative products for the treatment of cancer patients worldwide. Building on the milestones achieved, we will continue to focus on rapid clinical development of zevorcabtagene autoleucel and satricabtagene autoleucel both in China and overseas. We plan to expand these products in earlier line treatment as well as advance development of other products in clinical and preclinical stages. With continuous development of innovative CAR T technologies, we strive to further optimize efficacy, safety and affordability of the CAR T-cell therapies to patients. We will continue to expand our manufacturing capacity in China and in the United States to support the clinical trials and future commercialization. We will continue to establish additional external partnerships with leading research institutes and pharmaceutical companies on technology and product licensing as means to maximize the application of our technology platform and the value of our product, bringing more innovative cell therapy products to cancer patients worldwide and ultimately creating more value for our investors and the society.



## III. FINANCIAL REVIEW

### Overview

We had one product, 赛恺泽®, approved on February 23, 2024 for commercial sale and have generated revenue from product sales. We have never been profitable and have incurred operating losses in every year since inception, with operating losses of RMB362 million and RMB409 million for the six months ended June 30, 2024 and 2023, respectively. Substantially all of our operating losses resulted from research and development expenses, administrative expenses and net foreign exchange losses for the six months ended June 30, 2024.

### Loss for the Period

Net loss was RMB352 million for the six months ended June 30, 2024, representing a decrease of RMB52 million from RMB404 million for the six months ended June 30, 2023. The decrease was primarily due to (i) the decrease in share-based compensation, which totaled RMB9 million for the six months ended June 30, 2024, representing a decrease of RMB10 million from RMB19 million for the six months ended June 30, 2023; (ii) lower research and development expenses; and (iii) our recognition of revenue of approximately RMB6 million for the six months ended June 30, 2024, while we had not recorded any revenue before.

### ***Non-IFRS Measures***

To supplement the Group's consolidated net loss and net loss per share which are presented in accordance with the IFRS, the Company has provided adjusted net loss and adjusted net loss per share as additional financial measures, which are not required by, or presented in accordance with, the IFRS.

Adjusted net loss for the periods and adjusted net loss per share for the periods represent the net loss and net loss per share respectively excluding the effect of a non-cash item, namely the share-based compensation. The terms adjusted net loss and adjusted net loss per share are not defined under the IFRS.

# Management Discussion & Analysis

The table below sets forth a reconciliation of the loss to adjusted loss during the periods indicated:

	Six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
<b>Loss for the periods</b>	<b>(351,558)</b>	(404,472)
Add:		
Share-based compensation	9,190	18,746
<b>Adjusted net loss</b>	<b>(342,368)</b>	(385,726)

	Six months ended June 30,	
	2024 RMB (Unaudited)	2023 RMB (Unaudited)
<b>Loss per share for the periods</b>	<b>(0.63)</b>	(0.73)
Add:		
Share-based compensation per share	0.02	0.03
<b>Adjusted net loss per share</b>	<b>(0.61)</b>	(0.70)

The Company believes that the adjusted non-IFRS measures are useful for understanding and assessing the underlying business performance and operating trends, and that the Company's management and investors may benefit from referring to these adjusted financial measures in assessing the Group's financial performance by eliminating the impact of certain unusual, non-recurring, non-cash and/or non-operating items that the Group does not consider indicative of the performance of the Group's core business. These non-IFRS measures, as the management of the Group believes, is widely accepted and adopted in the industry in which the Group is operating. However, the presentation of these non-IFRS measures is not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with the IFRS. Shareholders of the Company and potential investors should not view the adjusted results on a stand-alone basis or as a substitute for results under IFRS, and these non-IFRS measures may not be comparable to similarly-titled measures represented by other companies.



## Management Discussion & Analysis

### Revenue

	Six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Revenue	6,340	–
<b>Total</b>	<b>6,340</b>	<b>–</b>

### Research and Development Expenses

	Six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Employee benefit expenses	121,842	137,294
Testing and clinical expenses	79,035	101,474
Depreciation of property, plant and equipment	15,503	28,386
Research and development consumables	10,287	28,691
Utilities	8,359	9,238
Amortization of intangible assets	3,343	2,999
Short-term lease and low-value lease expenses	1,945	516
Travelling and transportation expenses	1,871	2,994
Depreciation of right-of-use assets	1,777	8,318
Office and other expenses	1,593	3,403
<b>Total</b>	<b>245,555</b>	<b>323,313</b>

Research and development expenses decreased to RMB246 million for the six months ended June 30, 2024, representing a decrease of RMB77 million from RMB323 million for the six months ended June 30, 2023, primarily due to the decrease in depreciation of property, plant and equipment for testing and productions in support of our clinical trials.



# Management Discussion & Analysis

## Administrative Expenses

	Six months ended June 30,	
	2024	2023
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Employee benefit expenses	32,447	35,819
Professional service fees	22,863	9,047
Depreciation of property, plant and equipment	15,346	2,414
Depreciation of right-of-use assets	4,074	1,278
Office expenses	3,340	5,212
Travelling and transportation expenses	1,994	1,944
Auditors' remuneration	1,944	1,815
– audit service	1,944	1,630
– non-audit service	–	185
Utilities	634	542
Amortization of intangible assets	588	660
Short-term lease and low-value lease expenses	248	292
Other expenses	2,835	3,291
<b>Total</b>	<b>86,313</b>	<b>62,314</b>

Administrative expenses are RMB86 million for the six months ended June 30, 2024, representing an increase of RMB24 million from RMB62 million for the six months ended June 30, 2023, primarily due to the increase in depreciation of property, plant and equipment and professional service fees.



## Management Discussion & Analysis

Details of employee benefit expenses and share-based payments included in the above administrative and research and development expenses are as below:

### *Employee benefit expenses*

	Six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Wages and salaries	121,937	126,320
Pension costs	10,367	10,637
Share-based compensation	9,106	18,746
Other employee benefits	12,879	17,410
<b>Total</b>	<b>154,289</b>	<b>173,113</b>
Amount included in research and development expenses	121,842	137,294
Amount included in administrative expenses	32,447	35,819

The decrease in employee benefit expenses was mainly due to lower headcount and the related decrease in staff salary, share-based compensation and benefit costs which was partially offset by the annual growth of salaries.

### *Share-based payments*

Expenses for the share-based compensation have been charged to the consolidated statements of comprehensive income as follows:

	Six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Administrative expenses	2,398	3,144
Research and development expenses	6,708	15,602
Cost of sales	84	–
<b>Total</b>	<b>9,190</b>	<b>18,746</b>

# Management Discussion & Analysis

## Liquidity and Capital Resources

Management monitors and maintains a level of cash and bank balances deemed adequate to finance our operations and mitigate the effects of fluctuations. In addition, management monitors our borrowings and, from time to time, evaluates operations to renew our borrowings upon expiry based on our actual business requirements. We rely on equity financing and debt financing as our major sources of liquidity.

The following table sets forth our cash flows for the periods indicated:

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Net cash used in operating activities	(255,947)	(141,815)
Net cash generated from/(used in) investing activities	6,584	(404,526)
Net cash generated from/(used in) financing activities	24,688	(7,504)
Net decrease in cash and cash equivalents	(224,675)	(553,845)
Cash and cash equivalents at beginning of the period	1,849,752	2,268,036
Exchange gain/(loss) on cash and cash equivalents	27,492	(30,240)
Cash and cash equivalents at end of the period	1,652,569	1,683,951

## Net Cash Used in Operating Activities

During the Reporting Period, we incurred negative cash flows from operations, and substantially all of our operating cash outflows resulted from our research and development expenses and administrative expenses.

Our net cash used in operating activities were RMB256 million and RMB142 million for the six months ended June 30, 2024 and 2023, respectively.

We had one product, 赛恺泽®, approved on February 23, 2024 for commercial sale and have generated income in 2024. We believe our pipeline products have promising global market potential in the future. We intend to continue investing in our research and development efforts and aim to obtain marketing approvals for our product candidates as soon as feasible. As we launch and commercialize our product candidates, we expect to generate operating income and improve our net operating cash outflow position.

# Management Discussion & Analysis

## Net Cash Generated from/(Used in) Investing Activities

Our cash used in investing activities mainly reflects our cash used for our purchase of term deposits with original maturity between three and twelve months, property, plant and equipment and our cash generated from investing activities mainly reflects our net cash receipts from term deposits with original maturity between three and twelve months. For the six months ended June 30, 2024, our net cash generated from investing activities was RMB7 million, which was primarily attributable to interest receipts from term deposit with original maturity between three and twelve months. For the six months ended June 30, 2023, our net cash used in investing activities was RMB405 million, which was primarily attributable to cash payment for investment of term deposit and purchase of equipment.

## Net Cash Generated from/(Used in) Financing Activities

For the six months ended June 30 2024, our net cash generated from financing activities was RMB25 million primarily attributable to payment of lease expenses of RMB9 million, repurchase of share of RMB92 million and proceed new bank loan of RMB130 million. For the six months ended June 30, 2023, our net cash used in financing activities was RMB8 million, primarily attributable to payment of principals and interest of lease liabilities and payment of principals of bank borrowings.

## Cash and Bank Balances

	As at June 30, 2024 RMB'000 (Unaudited)	As at December 31, 2023 RMB'000 (Audited)
Cash at banks		
– RMB	744,682	779,122
– USD	907,858	1,058,394
– HKD	29	12,236
<b>Subtotal</b>	<b>1,652,569</b>	<b>1,849,752</b>

The Group's cash and bank balances as at June 30, 2024 were RMB1,653 million, representing a decrease of RMB197 million compared to RMB1,850 million as at December 31, 2023. The decrease was mainly due to our research and development expenses, administrative expenses and investment of capital expenditure.

# Management Discussion & Analysis

## Borrowing and Gearing Ratio

The Group's total borrowings, including interest-bearing borrowings, as at June 30, 2024 were RMB129 million, representing an increase of RMB126 million compared to RMB3 million as at December 31, 2023.

As at June 30, 2024 and December 31, 2023, the Group's bank borrowings of approximately nil and RMB3 million respectively are pledged by property, plant and equipment and right-of-use assets of the Group.

The fair values of the borrowings approximate their carrying amounts as the discounting impact is not significant.

As at June 30, 2024, the Group's secured borrowings will mature within one year with the interest rate of 3.1690% (2023: 5.2250%).

The gearing ratio (calculated by dividing the sum of borrowings and lease liabilities by total equity) of the Group as at June 30, 2024 was 14.23%, representing an increase of 9.50% compared to 4.73% as at December 31, 2023.

## Lease Liabilities

The Group leases land use right and properties. Lease on land use right has been fully paid and lease on properties were measured at net present value of the lease payments to be paid during the lease terms.

Lease liabilities were discounted at incremental borrowings rates of the Group.

Our lease liabilities increased to RMB84 million as at June 30, 2024 from RMB83 million as at December 31, 2023, mainly due to increase of factory lease.

## Significant Investments

As at June 30, 2024, we did not hold any significant investments (including any investment in an investee company) with a value of 5% or more of the Group's total assets.

## Material Acquisitions and Disposals

During the six months ended June 30, 2024, we did not have material acquisitions or disposals of subsidiaries, associates and joint ventures.





# Management Discussion & Analysis

## Foreign Exchange Risk

We have transactional currency exposures. Certain of our bank balances, other receivables, and accruals and other payables are dominated in foreign currencies and are exposed to foreign currency risk. We currently do not have a foreign currency hedging policy. However, our management monitors the economic situation and our Group's foreign exchange exposure and will consider appropriate hedging measures in the future should the need arise.

## Capital Expenditure

For the six months ended June 30, 2024, the Group's total capital expenditure amounted to approximately RMB6 million, which was used in purchase of property, plant and equipment, and software.

## Charge on Assets

As at June 30, 2024, the Group did not have any charge on assets, compared with the building pledged with the carrying value of RMB29 million and the land use right pledged with the carrying value of RMB6.5 million for the Group's borrowing as at December 31, 2023.

## Contingent Liability

As at June 30, 2024, the Group did not have any material contingent liabilities.

## Employees and Remuneration Policies

As of June 30, 2024, we had a total of 477 employees.

In compliance with the applicable labor laws, we enter into standard confidentiality and employment agreements with our key management and research staff. The contracts with our key personnel typically include a standard non-compete agreement that prohibits the employee from competing with us, directly or indirectly, during his or her employment and for up to two years after the termination of his or her employment. The agreements also typically include undertakings regarding assignment of inventions and discoveries made during the course of his or her employment.

During the Reporting Period and up to the Latest Practicable Date, we did not experience any strikes, labor disputes or industrial action which had a material effect on our business. We believe we have not experienced any significant difficulty in recruiting staff for our operations. We have established a labor union that represents employees with respect to the promulgation of bylaws and internal protocols in China.

# Management Discussion & Analysis

Our employees' remuneration consists of salaries, bonuses, share-based incentive plans, social insurance contributions and other welfare payments. In accordance with applicable laws, we have made contributions to social insurance funds (including pension plan, unemployment insurance, work-related injury insurance, medical insurance and maternity insurance, as applicable) and housing funds for our employees. During the Reporting Period and up to the Latest Practicable Date, we had complied with all statutory social insurance fund obligations applicable to us under PRC & US laws in all material aspects, and housing fund obligations applicable to us under PRC laws.

To remain competitive in the labor market, we provide various incentives and benefits to our employees. We invest in continuing education and training programs, including internal and external training, for our management staff and other employees to upgrade their skills and knowledge. We also provide competitive salaries, project and stock incentive plans to our employees, especially key employees.

## **Future Investment Plans and Expected Funding**

The Group will continue to expand its markets in the PRC and globally in order to tap its internal potential and maximize shareholder value. The Group will continue to grow through self-development, mergers and acquisitions, and other means. We will employ a combination of financing channels to finance capital expenditures, including but not limited to internal funds, bank loans and other methods. Currently, the bank credit lines available to the Group are adequate.

## **IV. PRINCIPAL RISKS AND UNCERTAINTIES**

### **Risks Relating to Our Financial Position and Need for Additional Capital**

- We have incurred significant net losses and net operating cash outflows since our inception, and we anticipate that we will continue to incur net losses and net operating cash outflows for the foreseeable future and may never become profitable;
- We have net operating cash outflow during the Reporting Period;
- We may need additional capital to meet our operating cash requirements, and financing may not be available on terms acceptable to us, or at all;
- We have a limited operating history, which may make it difficult to evaluate our current business and predict our future performance. The risks involved in our business may cause potential investors to lose substantially all of their investment in our business;
- We may need to obtain additional financing to fund our operations, and if we are unable to obtain such financing, we may be unable to complete the development and commercialization of our primary drug candidates;
- Raising additional capital may cause dilution to our shareholders, restrict our operations or require us to relinquish rights to our technologies or drug candidates.

# Management Discussion & Analysis

## Risks Relating to Our Business

- We depend substantially on the success of our product candidates, most of which are in pre-clinical or clinical development. If we are unable to successfully complete clinical development, obtain regulatory approval and commercialize our product candidates, or experience significant delays in doing so, our business will be materially harmed;
- We operate in a rapidly changing industry and we face substantial competition, which may result in others discovering, developing or commercializing competing products before or more successfully than we do, or developing product candidates or treatments that are safer, more effective, more effectively marketed or cost less than ours, or receive regulatory approval or reach the market earlier. As a result, our product candidates may not achieve the sales we anticipate and could be rendered non-competitive or obsolete;
- Clinical development of biopharmaceutical products involves a lengthy and expensive process with an uncertain outcome, and results of earlier studies and trials may not be predictive of future trial results;
- If clinical trials of our product candidates fail to demonstrate safety and efficacy to the satisfaction of regulatory authorities or do not otherwise produce positive results, we may incur additional costs or experience delays in completing, or ultimately be unable to complete, the development and commercialization of our product candidates;
- We may not be successful in our efforts to build or in-license a pipeline of new product candidates. If we fail to do so, our commercial opportunity will be limited;
- We may expend our limited resources to pursue a particular product candidate or indication and fail to capitalize on product candidates or indications that may be more profitable or have a greater likelihood of success.

## Risks Relating to Extensive Government Regulation

- All material aspects of the research, development, manufacturing and commercialization of biopharmaceutical products are heavily regulated. Any failure to comply with existing regulations and industry standards, or any adverse actions by the NMPA or other comparable regulatory authorities against us, could negatively impact our reputation and our business, financial condition, results of operations and prospects;
- The regulatory approval processes of the NMPA and other comparable regulatory authorities are lengthy, time-consuming and inherently unpredictable. If we are ultimately unable to obtain, or experience delays in obtaining, regulatory approval for our product candidates, our business will be substantially harmed;
- Changes in government regulations or in practices relating to the pharmaceutical and biopharmaceutical industries, including healthcare reform in China, and compliance with new regulations may result in additional costs;
- Even if we are able to commercialize any approved product candidates, the products may become subject to unfavorable pricing regulations, or to unfavorable changes in national or third-party reimbursement practices, which could harm our business.

# Management Discussion & Analysis

## Risks Relating to Manufacturing of Our Product Candidates

- Our product candidates are cell therapies. The manufacture of our product candidates is complex, and we may encounter difficulties in production, particularly with respect to development or scaling-out of our manufacturing capabilities. If we encounter such difficulties, our ability to provide supply of our product candidates for clinical trials or our products for patients, if approved, could be delayed or stopped, or we may be unable to maintain a commercially viable cost structure.

## Risks Relating to Commercialization of Our Product Candidates

- The market opportunities for our product candidates may be limited to those patients who are ineligible for or have failed prior treatments and may be small, and our projections regarding the size of the addressable market may be incorrect;
- We currently have a limited marketing and sales organization and have no experience as a company in launching and marketing products. If we are unable to establish marketing and sales capabilities to market and sell our product candidates, we may not be able to generate product revenue or commercialize future product candidates. We may not be able to effectively build and manage our sales network;
- Product liability claims or lawsuits could cause us to incur substantial liabilities, and our insurance coverage may be inadequate to protect us from all the liabilities we may incur;
- The increasing use of social media platforms presents new risks and challenges.

## Risks Relating to Our Intellectual Property Rights

- If we are unable to obtain and maintain adequate patent and other intellectual property protection for our product candidates and other intellectual property, or if the scope of such intellectual property rights obtained is not sufficiently broad, third parties could develop and commercialize products and technologies similar or identical to ours and compete directly against us, and our ability to successfully develop and commercialize any of our product candidates or technologies may be adversely affected;
- If we determine that our intellectual property rights (including rights in-licensed from third parties) or other intangible assets are impaired, our results of operations and financial condition may be adversely affected;
- Even if we are able to obtain patent protection for our product candidates, the life of such protection, if any, is limited, and third parties could be able to circumvent our patents by developing similar or alternative products and technologies in a non-infringing manner, or develop and commercialize products and technologies similar or identical to ours and compete directly against us after the expiration of our patent rights, if any, and our ability to successfully commercialize any product or technology would be materially adversely affected.

For further details, please refer to the section headed "Risk Factors" in the Prospectus.

# Corporate Governance and Other Information

## I. INTERIM DIVIDEND

The Board does not recommend the payment of interim dividend to the Shareholders for the Reporting Period.

## II. COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code. Specific enquiries have been made to all Directors and the Directors have confirmed that they have complied with the Model Code for the Reporting Period.

The Company's employees, who are likely to be in possession of inside information of the Company, have also been subject to the Model Code for securities transactions. No incident of non-compliance of the Model Code by the employees was noted by the Company for the Reporting Period.

## III. COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company recognizes the importance of good corporate governance for enhancing the management of the Company as well as preserving the interests of the Shareholders as a whole. The Company has adopted and applied the principles and code provisions as set out in the Part 2 of Corporate Governance Code. For the Reporting Period, the Company has complied with all the applicable code provisions as set out in the Corporate Governance Code, except for code provision C.2.1 described in the paragraph headed "C. Directors' Responsibilities, Delegation and Board Proceedings – C.2 Chairman and Chief Executive". The Board will continue to review and monitor the code of corporate governance practices of the Company with an aim to maintaining a high standard of corporate governance.

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the roles of chairman and chief executive should be separate and should not be performed by the same individual. We do not have separate Chairman of the Board and Chief Executive Officer ("**CEO**"). Dr. Zonghai LI ("**Dr. LI**"), the Chairman of our Board and CEO, currently performs these two roles. Our Board believes that, in view of his experience, personal profile and his roles in our Company, Dr. LI is the Director best suited to identify strategic opportunities and focus of the Board due to his extensive understanding of our business as our CEO. Our Board also believes that the combined role of Chairman of the Board and CEO can promote the effective execution of strategic initiatives and facilitate the flow of information between management and the Board. Our Board will continue to review and consider splitting the roles of Chairman of the Board and the CEO at a time when it is appropriate by taking into account the circumstances of our Group as a whole.



# Corporate Governance and Other Information

## IV. AUDIT COMMITTEE

The Audit Committee has three members comprising Ms. Xiangke ZHAO (chairman), Mr. Huaqing GUO and Dr. Wen ZHOU, with terms of reference in compliance with the Listing Rules.

The Audit Committee has reviewed and agreed with the accounting principles and practices adopted by the Group and has discussed matters in relation to internal controls and financial reporting with the management, including the review of the unaudited condensed consolidated interim financial results of the Group for the six months ended June 30, 2024. The Audit Committee considers that the interim financial results for the six months ended June 30, 2024 are in compliance with the relevant accounting standards, rules and regulations and appropriate disclosures have been duly made.

## V. CHANGE IN INFORMATION OF DIRECTORS AND CHIEF EXECUTIVE UNDER RULE 13.51B(1) OF THE LISTING RULES

### (i) Change in Directors and Composition of Board Committees

On April 29, 2024, Dr. Huabing LI resigned from his position as an independent non-executive Director due to his other business commitments which require more of his attention and dedication. Following the resignation of Dr. Huabing LI, he also ceased to act as the chairman of Remuneration Committee and a member of each of the Audit Committee and the Nomination and Corporate Governance Committee.

Dr. Wen ZHOU has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, a member of the Nomination and Corporate Governance Committee and a member of the Audit Committee with effect from April 29, 2024.

For more details of changes in Directors and composition of Board committees mentioned above, please refer to announcement of the Company dated April 29, 2024.

### (ii) Change in Biographies of Directors

Ms. Xiangke ZHAO, our independent non-executive Director, has ceased to be the chief financial officer of Town Health International Medical Group Limited (康健國際醫療集團有限公司) (HKEX: 3886) since March 25, 2024.

Dr. Guangmei YAN, our independent non-executive Director, has ceased to be an independent director of Medprin Regenerative Medical Technologies Co., Ltd. (廣州邁普再生醫學科技股份有限公司) (SZSE: 301033) since May 10, 2024.

Save as disclosed above, there were no other changes in the information of Directors and chief executive of the Company which shall be subject to disclosure according to Rule 13.51B(1) of the Listing Rules.

## Corporate Governance and Other Information

### VI. DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As of June 30, 2024, the interests or short positions of the Directors and chief executives of the Company in the Shares, underlying Shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

#### Long Position in the Shares of the Company

Name of Director/ Chief Executive	Capacity	Number/ Nature of Shares	Approximate Percentage of Interest in the Company (Note 3)
Dr. Zonghai LI (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Mr. Bingsen GUO (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Dr. Huamao WANG (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Mr. Huaqing GUO (Note 1) (Note 2)	Beneficial owner, interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Dr. Hua JIANG	Beneficial owner	3,037,156/ Long position	0.53%

#### Notes:

- YIJIE Biotech (BVI) holds 198,139,536 Shares of our Company, representing 34.42% of interest of our Company as at June 30, 2024. YIJIE Biotech (BVI) is owned as to 69.00%, 10.20%, 10.00%, 10.00% and 0.80% by CART Biotech, Redelle Holding, He Xi Holdings Limited, Candock Holdings Limited and Accure Biotech Limited (collectively, the "Intermediary Entities") respectively. The Intermediary Entities are wholly-owned by Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO and Mr. Haiou CHEN respectively.
- Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO, Mr. Haiou CHEN, the Intermediary Entities, Ms. Xuehong YANG, Yeed Holdings, Ms. Xiaojing GUO and Quanzhou Dingwo (LP) entered into the Concert Party Agreement on February 22, 2021 and each party is deemed to be interested in the Shares that the other parties are interested in under section 317 of the SFO. Each of Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO and Mr. Haiou CHEN, through the Intermediary Entities and YIJIE Biotech (BVI), are interested in 198,139,536 Shares of our Company, representing 34.42% of interest in our Company as at June 30, 2024. Ms. Xuehong YANG is interested in 8,888,888 Shares, representing 1.54% of interest in our Company through Yeed Holdings as at June 30, 2024. Ms. Xiaojing GUO is interested in 5,555,556 Shares, representing 0.97% of interest in our Company through Quanzhou Dingwo (LP) as of June 30, 2024. Mr. Huaqing GUO is beneficially interested in 2,076,000 Shares, representing 0.36% of interest in our Company as at June 30, 2024. In addition, Mr. Haiou CHEN was granted RSUs equivalent to 248,977 Shares and options with respect to 2,739,773 Shares subject to vesting or exercising under share schemes of the Company, of which 128,147 RSUs have been vested as of June 30, 2024. Therefore, Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO, Mr. Haiou CHEN, the Intermediary Entities, Ms. Xuehong YANG, Yeed Holdings, Ms. Xiaojing GUO and Quanzhou Dingwo (LP) are deemed to be interested in a total of 217,648,730 Shares, representing 37.81% of interest in our Company as at June 30, 2024.
- As at June 30, 2024, the total issued share capital of the Company was 575,675,415 Shares.

Save as disclosed above, none of the Directors or chief executive of the Company and their associates, had interests or short positions in Shares, underlying Shares or debentures of the Company or its associated corporations as at June 30, 2024.

# Corporate Governance and Other Information

## VII. SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS

As of June 30, 2024, to the knowledge of our Company and the Directors after making reasonable inquiries, the following persons (other than the Directors and chief executives of our Company as disclosed above) have interests or short positions in Shares or underlying Shares which would be required to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register required to be maintained by our Company under Section 336 of the SFO:

### Long Position in the Shares of the Company

Name of Shareholders	Capacity	Number/ Nature of Shares	Approximate percentage of interest in the Company (Note 5)
CART Biotech (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Redelle Holding (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
He Xi Holdings (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
CANDOCK Holdings Limited (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Mr. Haiou CHEN (Note 1) (Note 2)	Beneficial interest, interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Accure Biotech Limited (Note 1) (Note 2)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Ms. Xuehong YANG (Note 2) (Note 3)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Yeed Holdings (Note 2) (Note 3)	Beneficial interest and interest of party acting in concert	217,648,730/ Long position	37.81%
Ms. Xiaojing GUO (Note 2) (Note 4)	Interest of controlled corporations and interest of party acting in concert	217,648,730/ Long position	37.81%
Quanzhou Dingwo (LP) (Note 2) (Note 4)	Beneficial interest and interest of party acting in concert	217,648,730/ Long position	37.81%
YIJIE Biotech (BVI) (Note 1)	Beneficial interest and interest of party acting in concert	217,648,730/ Long position	37.81%

# Corporate Governance and Other Information

## Notes:

- (1) YIJIE Biotech (BVI) holds 198,139,536 Shares of our Company, representing 34.42% of interest of our Company as at June 30, 2024. YIJIE Biotech (BVI) is owned as to 69.00%, 10.20%, 10.00%, 10.00% and 0.80% by the Intermediary Entities respectively. The Intermediary Entities are wholly-owned by Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO and Mr. Haiou CHEN respectively.
- (2) Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO, Mr. Haiou CHEN, the Intermediary Entities, Ms. Xuehong YANG, Yeed Holdings, Ms. Xiaojing GUO and Quanzhou Dingwo (LP) entered into the Concert Party Agreement on February 22, 2021 and each party is deemed to be interested in the Shares that the other parties are interested in under section 317 of the SFO. Each of Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO and Mr. Haiou CHEN, through the Intermediary Entities and YIJIE Biotech (BVI), are interested in 198,139,536 Shares of our Company, representing 34.42% of interest in our Company as at June 30, 2024. Ms. Xuehong YANG is interested in 8,888,888 Shares, representing 1.54% of interest in our Company through Yeed Holdings as at June 30, 2024. Ms. Xiaojing GUO is interested in 5,555,556 Shares, representing 0.97% of interest in our Company through Quanzhou Dingwo (LP) as of June 30, 2024. Mr. Huaqing GUO is beneficially interested in 2,076,000 Shares, representing 0.36% of interest in our Company as at June 30, 2024. In addition, Mr. Haiou CHEN was granted RSUs equivalent to 248,977 Shares and options with respect to 2,739,773 Shares subject to vesting or exercising under share schemes of the Company, of which 128,147 RSUs have been vested as of June 30, 2024. Therefore, Dr. Zonghai LI, Mr. Bingsen GUO, Dr. Huamao WANG, Mr. Huaqing GUO, Mr. Haiou CHEN, the Intermediary Entities, Ms. Xuehong YANG, Yeed Holdings, Ms. Xiaojing GUO and Quanzhou Dingwo (LP) are deemed to be interested in a total of 217,648,730 Shares, representing 37.81% of interest in our Company as at June 30, 2024.
- (3) Yeed Holdings holds 8,888,888 Shares in our Company, representing 1.54% of interest in our Company as at June 30, 2024. Yeed Holdings is wholly-owned by Ms. Xuehong YANG, the wife of our non-executive Director, Mr. Bingsen GUO.
- (4) Quanzhou Dingwo (LP) holds 5,555,556 Shares in our Company, representing 0.97% of interest in our Company as at June 30, 2024. The general partner of Quanzhou Dingwo (LP) is Ms. Xiaojing GUO, the daughter of our non-executive Director, Mr. Bingsen GUO.
- (5) As at June 30, 2024, the total issued share capital of the Company was 575,675,415 Shares.

Save as disclosed above and to the best knowledge of the Directors, as at June 30, 2024, the Company is not aware of any other person (other than the Directors or the chief executive of the Company) who had an interest or short position in the Shares or underlying Shares as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

## VIII. RIGHTS OF DIRECTORS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this report, as of the end of the Reporting Period, none of the Directors or their respective spouses or minor children under the age of 18 years were granted with rights, or had exercised any such rights, to acquire benefits by means of purchasing Shares or debentures of the Company. Neither the Company nor any of its subsidiaries was a party to any arrangements to enable the Directors or their respective spouses or minor children under the age of 18 years to acquire such rights from any other body corporates.

## IX. LEGAL PROCEEDINGS

As of June 30, 2024, as far as the Company is aware, the Company and its subsidiaries were not involved in any material litigation or arbitration and no material litigation or claim of material importance was pending or threatened against or by the Company.

## Corporate Governance and Other Information

### X. PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the Reporting Period, the Company repurchased a total of 4,135,500 Shares (the "Shares Repurchased") on the Stock Exchange at the aggregate consideration of approximately HK\$24,116,134.85 before expenses. Particulars of the Shares Repurchased are as follows:

Month of Repurchase	No. of Shares Repurchased	Price Paid per Share		Aggregate Consideration (HK\$)
		Highest (HK\$)	Lowest (HK\$)	
May	400,000	6.87	6.87	2,748,000.00
June	3,735,500	7.00	4.74	21,368,134.85
<b>Total</b>	<b>4,135,500</b>			<b>24,116,134.85</b>

As of June 30, 2024, there were no treasury Shares (as defined under the Listing Rules) held by the Company.

On July 29, 2024, all of the Shares Repurchased were cancelled by the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities (including sale of treasury Shares (as defined under the Listing Rules)) for the Reporting Period.

### XI. USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Company's shares were listed on the Stock Exchange on June 18, 2021 with a total of 94,747,000 offer shares issued and the net proceeds raised from the Global Offering were approximately HK\$3,008 million. The net proceeds from the Listing (adjusted on a pro rata basis based on the actual net proceeds) have been and will be utilized in accordance with the purposes set out in the Prospectus. There was no change in the intended use of net proceeds as previously disclosed in the Prospectus as follows:

- approximately HK\$902.4 million (US\$115.7 million) (or approximately 30% of the net proceeds) to fund further development of our Core Product, BCMA CAR-T (CT053)
- approximately HK\$932.5 million (US\$119.6 million) (or approximately 31% of the net proceeds) to fund ongoing and planned research and development of our other pipeline product candidates
- approximately HK\$601.6 million (US\$77.2 million) (or approximately 20% of the net proceeds) for developing full-scale manufacturing and commercialization capabilities
- approximately HK\$300.8 million (US\$38.6 million) (or approximately 10% of the net proceeds) for continued upgrading of CAR-T technologies and early-stage research and development activities
- approximately HK\$270.7 million (US\$34.7 million) (or approximately 9% of the net proceeds) will be used for our working capital and other general corporate purposes



## Corporate Governance and Other Information

The net proceeds from the Global Offering have been utilized in accordance with the purposes set out in the Prospectus. The table below sets out the applications of the net proceeds and actual usage up to June 30, 2024:

Use of proceeds	Planned allocation of Net Proceeds (HKD million)	Planned allocation of Net Proceeds (RMB million)	Utilized amount (as at December 31, 2023) (RMB million)	Utilized for the six months ended June 30, 2024 (RMB million)	Utilized amount (as at June 30, 2024) (RMB million)	Remaining amount (as at June 30, 2024) (RMB million)
Further development of our Core Product, BCMA CAR-T (CT053)	902.4	843.2	581.7	144.9	726.6	116.6
Ongoing and planned research and development of our other pipeline product candidates	932.5	871.3	556.2	112.0	668.2	203.1
Developing full-scale manufacturing and commercialization capabilities	601.6	562.1	296.6	26.4	323.0	239.1
Upgrading of CAR-T technologies and early – stage research and development activities	300.8	281.1	138.2	30.2	168.4	112.7
Working capital and other general corporate purposes	270.7	252.9	230.0	22.9	252.9	–
<b>Total</b>	<b>3,008.0</b>	<b>2,810.6</b>	<b>1,802.7</b>	<b>336.4</b>	<b>2,139.1</b>	<b>671.5</b>

The unutilized amount of net proceeds is expected to be fully utilized for the intended use by 2026, which is later than originally planned, due to cost savings achieved via improved operational efficiency and moving outsourced services internally.

The above RMB amounts were converted using the June 30, 2024 exchange rate of HK\$1 to RMB0.9344.

### XII. EVENTS AFTER THE END OF THE REPORTING PERIOD

The Group has no significant events occurred after the Reporting Period which require additional disclosures or adjustments as at the date of this report.

### XIII. CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

The Company does not have any disclosure obligations under Rule 13.20, 13.21 and 13.22 of the Listing Rules.

# Corporate Governance and Other Information

## XIV. SHARE INCENTIVE SCHEMES

We have adopted three share incentive schemes, collectively referred to as Share Incentive Schemes.

### 2019 EQUITY INCENTIVE SCHEME

Our Company adopted the 2019 Equity Incentive Plan on January 22, 2019. The purpose of the 2019 Equity Incentive Plan is to attract, motivate, retain and reward certain employees, Directors, and certain other eligible persons of our Group. The 2019 Equity Incentive Plan (i) does not involve any grant of options of the Company to subscribe for new Shares after the IPO; and (ii) only involves the grant of RSUs after the IPO.

On May 11, 2021, our Company allotted and issued 12,497,947 Shares to Carfa Unity Limited and 7,125,575 Shares to Carfe Unity Limited, both of which are wholly-owned by the 2019 Equity Incentive Plan Trustee. Such Shares have been held in trust by the 2019 Equity Incentive Plan Trustee to facilitate the transfer of Shares to the grantees upon vesting of the relevant options and share awards.

As of June 30, 2024, a total of 10,915,868 options were outstanding and 204,081 share awards (in the form of RSUs) were unvested under the 2019 Equity Incentive Plan. The numbers of share awards available for grant under the 2019 Equity Incentive Plan on January 1, 2024 and June 30, 2024 are 5,954,463 and 5,974,178, respectively. No service provider sub-limit has been set for the 2019 Equity Incentive Plan. No option or share award was granted under the 2019 Equity Incentive Plan during the Reporting Period.

The table below shows the details of outstanding share options granted under the 2019 Equity Incentive Plan.

Name/Category of Grantee	Number of options during the Reporting Period					Number of Shares subject to outstanding options as at June 30, 2024	Date of grant of share options	Exercise Period	Vesting Period	Exercise price
	Number of Shares subject to outstanding options as at January 1, 2024	Granted during the Reporting Period	Exercised during the Reporting Period	Cancelled during the Reporting Period	Lapsed during the Reporting Period					
<b>1. Substantial Shareholder</b>										
Mr. Haiou CHEN	2,539,773	0	0	0	0	2,539,773	December 28, 2020	December 28, 2020 – December 27, 2028	March 31, 2017 – March 30, 2020	US\$0.04 per Share
<b>2. Employees</b>	8,646,279	0	158,493 <sup>(iv)</sup>	0	111,691	8,376,095	December 28, 2020	December 28, 2020 – December 27, 2028	Three or four years from the vesting commencement date stipulated in relevant grant letters	US\$0-1.40 per Share
<b>Total:</b>	<b>11,186,052</b>	<b>0</b>	<b>158,493</b>	<b>0</b>	<b>111,691</b>	<b>10,915,868</b>				

#### Notes:

- (i) No grant of options under the 2019 Equity Incentive Plan would be made after the IPO.
- (ii) Save as disclosed otherwise above, no option was granted under the 2019 Equity Incentive Plan to (a) any director, chief executive or substantial shareholder of the Company, or their respective associates; or (b) related entity participant or service provider, before the IPO and still being outstanding as at January 1, 2024.
- (iii) No participant has been granted with options and awards in excess of the 1% individual limit.
- (iv) For employees of the Group, the weighted average closing price of the Shares immediately before the dates on which the options were exercised during the Reporting Period was HK\$6.26 per Share.

## Corporate Governance and Other Information

The table below shows the details of unvested share awards granted under the 2019 Equity Incentive Plan.

Name/Category of Grantee	Number of RSUs during the Reporting Period					Number of Shares subject to unvested RSUs as at June 30, 2024	Date of grant of RSUs	Vesting Period
	Number of Shares subject to unvested RSUs as at January 1, 2024	Granted during the Reporting Period	Vested during the Reporting Period	Cancelled during the Reporting Period	Lapsed during the Reporting Period			
<b>1. Substantial Shareholder</b>								
Mr. Haiou CHEN	6,339	0	1,998 <sup>(vi)</sup>	0	0	4,341	July 22, 2021	July 22, 2022-July 21, 2025
	174,733	0	58,244 <sup>(vi)</sup>	0	0	116,489	March 24, 2022	March 24, 2023-March 23, 2026
<b>2. Employees</b>	185,942	0	82,976 <sup>(vii)</sup>	0	19,715	83,251	July 22, 2021	July 22, 2022-July 21, 2025
<b>Total:</b>	367,014	0	143,218	0	19,715	204,081		

**Notes:**

- (i) The purchase price of all RSUs mentioned in the table above is nil, and there is no performance target attached to these RSUs granted.
- (ii) No grant of share awards under the 2019 Equity Incentive Plan were made during the Reporting Period.
- (iii) Save as disclosed otherwise above, no share award was granted under the 2019 Equity Incentive Plan to (a) any director, chief executive or substantial shareholder of the Company, or their respective associates; or (b) related entity participant or service provider, before the Reporting Period and still being outstanding as at January 1, 2024.
- (iv) No participant has been granted with options and awards in excess of the 1% individual limit.
- (v) For Mr. Haiou CHEN, the weighted average closing price of the Shares immediately before the dates on which the RSUs were vested during the Reporting Period was HK\$5.66 per Share.
- (vi) For Mr. Haiou CHEN, the weighted average closing price of the Shares immediately before the dates on which the RSUs were vested during the Reporting Period was HK\$6.00 per Share.
- (vii) For employees of the Group, the weighted average closing price of the Shares immediately before the dates on which the RSUs were vested during the Reporting Period was HK\$6.02 per Share.

### POST-IPO RSU SCHEME

Our Company adopted the Post-IPO RSU Scheme on April 30, 2021. The purpose of the Post-IPO RSU Scheme is to align the interests of the eligible persons with those of our Group through ownership of Shares to encourage and retain them to make contributions to the long-term growth and profits of our Group.

As of June 30, 2024, a total of 2,270,119 share awards (in the form of RSUs) were unvested under the Post-IPO RSU Scheme. The numbers of share awards available for grant under the Post-IPO RSU Scheme on January 1, 2024 and June 30, 2024 are 19,412,174 and 19,541,792 respectively. No service provider sub-limit has been set for the Post-IPO RSU Scheme. The numbers of Shares that may be issued in respect of share awards granted under the Post-IPO RSU Scheme during the Reporting Period divided by the weighted average number of Shares in issue (excluding treasury Shares, if any) for the Reporting Period is 0.01%.

## Corporate Governance and Other Information

The table below shows the details of unvested share awards granted under the Post-IPO RSU Scheme.

Category of Grantee	Number of Shares subject to unvested RSUs as at January 1, 2024	Number of RSUs during the Reporting Period				Number of Shares subject to unvested RSUs as at June 30, 2024	Date of grant of RSUs	Vesting Period
		Granted during the Reporting Period	Vested during the Reporting Period	Cancelled during the Reporting Period	Lapsed during the Reporting Period			
Employees	1,064,250	0	0	0	75,750	988,500	October 21, 2022	October 22, 2023-October 21, 2026
	119,955	0	39,108 <sup>(vi)</sup>	0	8,911	71,936	March 24, 2022	March 24, 2023-March 23, 2026
	1,594,321	0	385,181 <sup>(vii)</sup>	0	104,957	1,104,183	April 13, 2023	April 13, 2024-April 13, 2027
	45,500	0	0	0	0	45,500	November 28, 2023	November 28, 2024-November 27, 2027
	0	60,000	0	0	0	60,000	May 7, 2024 <sup>(i) (iii)</sup>	May 7, 2025-May 7, 2028
Total:	2,824,026	60,000	424,289	0	189,618	2,270,119		

### Notes:

- (i) The purchase price of all RSUs mentioned in the table above is nil, and there is no performance target attached to these RSUs granted.
- (ii) The closing price per ordinary share of the Company is HK\$5.73 on May 6, 2024, being the business day immediately before May 7, 2024. As the purchase price is nil, the fair value of RSUs granted on May 7, 2024 at the date of grant is HK\$5.88, which equals to the closing price per ordinary share of the Company on May 7, 2024.
- (iii) Please refer to the announcement of the Company dated May 7, 2024 for details.
- (iv) No grant of share awards under the Post-IPO RSU Scheme has been made to any director, chief executive or substantial shareholder of the Company, or their respective associates.
- (v) No participant has been granted with options and awards in excess of the 1% individual limit.
- (vi) No grant has been made under the Post-IPO RSU Scheme to related entity participant or service provider.
- (vii) For employees of the Group, the weighted average closing price of the Shares immediately before the dates on which the RSUs were vested during the Reporting Period was HK\$6.04 per Share.
- (viii) For employees of the Group, the weighted average closing price of the Shares immediately before the dates on which the RSUs were vested during the Reporting Period was HK\$5.72 per Share.

# Corporate Governance and Other Information

## POST-IPO SHARE OPTION SCHEME

Our Company adopted the Post-IPO Share Option Scheme on April 30, 2021. The purpose of the Post-IPO Share Option Scheme is to reward employees for their past contribution to the success of the Company and to provide incentives to them to further contribute to the Company.

As of June 30, 2024, a total of 7,100,302 options were outstanding under the Post-IPO Share Option Scheme. The numbers of options available for grant under the Post-IPO Share Option Scheme on January 1, 2024 and June 30, 2024 are 37,754,639 and 38,197,315, respectively. No service provider sub-limit has been set for the Post-IPO Share Option Scheme. The numbers of Shares that may be issued in respect of option granted under the Post-IPO Share Option Scheme during the Reporting Period divided by the weighted average number of Shares in issue (excluding treasury Shares, if any) for the Reporting Period is 0.05%.

The table below shows the details of outstanding options granted under the Post-IPO Share Option Scheme.

Name/Category of Grantee	Number of Shares subject to outstanding options as at January 1, 2024	Number of options during the Reporting Period				Number of Shares subject to outstanding options as at June 30, 2024	Date of grant of share options	Exercise Period	Vesting Period	Exercise price
		Granted during the Reporting Period	Exercised during the Reporting Period	Cancelled during the Reporting Period	Lapsed during the Reporting Period					
<b>1. Substantial Shareholder</b>										
Mr. Haiou CHEN	200,000	0	0	0	0	200,000	April 13, 2023		April 13, 2024- April 13, 2027	HK\$14.46 per Share
<b>2. Director</b>										
Dr. Hua JIANG	36,164	0	0	0	0	36,164	March 24, 2022		March 24, 2023- March 24, 2026	HK\$16.32 per Share
	120,000	0	0	0	0	120,000	April 13, 2023		April 13, 2024- April 13, 2027	HK\$14.46 per Share
<b>3. Employees</b>										
	972,000	0	0	0	0	972,000	October 21, 2022	The Options may be exercised during the period from the date of vesting to the 10th anniversary of the grant date.	April 7, 2023- October 21, 2026	HK\$13.58 per Share
	2,725,262	0	0	0	415,551	2,309,711	March 24, 2022		March 24, 2023- March 24, 2026	HK\$16.32 per Share
	156,552	0	0	0	0	156,552	July 22, 2021		July 22, 2022- July 21, 2025	HK\$31.00 per Share
	2,711,000	0	0	0	237,125	2,473,875	April 13, 2023		April 13, 2024- April 13, 2027	HK\$14.46 per Share
	622,000	0	0	0	50,000	572,000	November 28, 2023		November 28, 2024 - November 27, 2027	HK\$11.39 per Share
	0	260,000	0	0	0	260,000	May 7, 2024 <sup>(i)(ii)(iv)</sup>		May 7, 2025- May 7, 2028	HK\$5.94 per Share
<b>Total:</b>	<b>7,542,978</b>	<b>260,000</b>	<b>0</b>	<b>0</b>	<b>702,676</b>	<b>7,100,302</b>				



# Corporate Governance and Other Information

## Notes:

- (i) There is no performance target attached to above options granted.
- (ii) The closing price per ordinary share of the Company is HK\$5.73 on May 6, 2024, being the business day immediately before May 7, 2024. Fair value of options granted on May 7, 2024 at the date of grant is HK\$451,000.
- (iii) Please refer to the announcement of the Company dated May 7, 2024 for details.
- (iv) The fair value at grant date is independently determined using an adjusted Binomial option-pricing model that takes into account the exercise price, fair value of ordinary shares at the grant date, the term of the option, the expected price volatility, the expected dividend yield, the risk free interest rate.

The model inputs for options granted during the Reporting Period are:

Spot Price as of Valuation Date	5.88
Risk-free Rate (continuous)	3.49%
Dividend Yield (continuous)	0.00%
Volatility	47.57%
Post-vesting Exit Rate (continuous)	13.98%
Exercise Price	5.94
Exercise Multiple	2.2

The Directors estimated the risk-free interest rate based on the yield of curve of US Treasury strips with a maturity life close to the life of stock option. Volatility was estimated at grant date based on average of historical volatilities of the comparable companies with length commensurable to the time to maturity of the stock option. Dividend yield is based on the Directors' estimation at the grant date.

- (v) Save as disclosed otherwise above, under the Post-IPO Share Options Scheme, (a) no grant of options has been made during the Reporting Period to any director, chief executive or substantial shareholder of the Company, or their respective associates, and (b) there is no option granted to any director, chief executive or substantial shareholder of the Company, or their respective associates before the Reporting Period and still being outstanding as at January 1, 2024.
- (vi) No participant has been granted with options and awards in excess of the 1% individual limit.
- (vii) No grant has been made under the Post-IPO Share Options Scheme to related entity participant or service provider.

The total number of Shares that may be issued in respect of options and awards granted under the 2019 Equity Incentive Scheme, Post-IPO RSU Scheme and Post-IPO Share Option Scheme during the Reporting Period divided by the weighted average number of Shares in issue (excluding treasury Shares, if any) for the Reporting Period is 0.06%.



# Corporate Governance and Other Information

## Summary of the Share Incentive Schemes

The principal terms and details of the Share Incentive Schemes are set out below:

Details	2019 Equity Incentive Plan	Post-IPO RSU Scheme	Post-IPO Share Option Scheme
1. Purpose	To secure and retain the services of eligible participants, to provide incentives for such persons to exert maximum efforts for the success of our Company and our affiliates, and to provide a means by which such eligible recipients may be given an opportunity to benefit from increases in value of the Shares through the granting of the Share Awards.	To align the interests of the eligible persons with those of our Group through ownership of Shares to encourage and retain them to make contributions to the long-term growth and profits of our Group.	To reward employees for their past contribution to the success of the Company and to provide incentives to them to further contribute to the Company.
2. Eligible Participants	Eligible persons include any person employed by our Company or our affiliates, any director of our Company or any of its subsidiaries, any person, including a consultant, who is (i) engaged by our Company or our affiliates to render consulting or advisory services and is compensated for such services, or (ii) serving as a member of the board of directors of our affiliates and is compensated for such services.	Any individual, being an employee, director (including executive Directors, non-executive Directors and independent non-executive Directors) or officer, consultant, advisor, distributor, contractor, customer, supplier, agent, business partner, joint venture business partner or service provider of any member of the Group or any affiliate who the Board or its delegate(s) considers, in its sole discretion, to have contributed or will contribute to the Group is eligible to receive an award granted by the Board, by way of RSUs, which may vest in the form of Award Shares or the actual selling price of the Award Shares of RSUs in cash in accordance with the Post-IPO RSU Scheme. However, no individual who is resident in a place where the grant, acceptance or vesting of an Award pursuant to the Post-IPO RSU Scheme is not permitted under the laws and regulations of such place or where, in the view of the Board or its delegate(s), compliance with applicable laws and regulations in such place makes it necessary or expedient to exclude such individual, shall be entitled to participate in the Post-IPO RSU Scheme.	Any individual, being an employee, director or officer of any member of our Group who the Board may in its absolute discretion select to grant an Option to subscribe for such number of Shares as the Board may determine at the Subscription Price.

# Corporate Governance and Other Information

Details	2019 Equity Incentive Plan	Post-IPO RSU Scheme	Post-IPO Share Option Scheme
3. Maximum number of Shares that can be awarded	<p>Subject to capitalization adjustments, the aggregate number of Shares that may be issued pursuant to Share Awards shall not exceed 27,519,380 Shares.</p> <p>As at the Latest Practicable Date, the total number of Shares available for issue under the 2019 Equity Incentive Plan is 3,766,992, representing approximately 0.65% of the total issued Shares.</p>	<p>The aggregate number of Shares underlying all grants made pursuant to the Post-IPO RSU Scheme (excluding Award which have been forfeited in accordance with the Post-IPO RSU Scheme) will not exceed 5% of the issued share capital of the Company as of the date of approval of the Post-IPO RSU Scheme without shareholders' approval, being 22,648,808 Shares.</p> <p>As at the Latest Practicable Date, the total number of Shares available for issue under the Post-IPO RSU Scheme is 21,811,911, representing approximately 3.79% of the total issued Shares.</p>	<p>The maximum number of Shares in respect of which Options may be granted under the Post-IPO Share Option Scheme when aggregated with the maximum number of Shares in respect of which Options may be granted under any other option scheme over Shares shall not exceed 10% of the issued share capital of the Company as of the date of approval of the Post-IPO Share Option Scheme (or of the refreshing of the 10% limit) by the shareholders of the Company, being 45,297,617 Shares.</p> <p>As at the Latest Practicable Date, the total number of Shares available for issue under the Post-IPO Share Option Scheme is 45,297,617, representing approximately 7.87% of the total issued Shares.</p>
4. Maximum entitlement of each participant under the scheme	N/A	Save as prescribed in the scheme or as otherwise restricted by the Listing Rules, for any 12-month period, the aggregate number of Shares granted to any Selected Participant shall not exceed 1% of the total number of the issued Shares at the relevant time, without Shareholders' approval.	Except with the approval of Shareholders in general meeting, no Option may be granted to any one person such that the total number of Shares issued and to be issued upon exercise of Options and any other option over the Shares (including exercised, cancelled and outstanding options) granted and to be granted to such person in any 12-month period up to the date of the latest grant exceeds 1% of the Shares in issue from time to time.
5. Vesting Period	The total number of Shares subject to a Share Option may vest and therefore become exercisable in periodic installments that may or may not be equal. The Share Option may be subject to such other terms and conditions on the time or times when it may or may not be exercised (which may be based on the satisfaction of performance goals or other criteria) as the Board may deem appropriate. The vesting provisions (including the vesting period) of each Share Option may vary.	The Board or its delegate(s) may from time to time while the Post-IPO RSU Scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions or periods for the Award to be vested.	The Board or its delegate(s) may from time to time while the Post-IPO Share Option Scheme is in force and subject to all applicable laws, determine such vesting criteria and conditions or periods for the Options to be vested.

## Corporate Governance and Other Information

Details	2019 Equity Incentive Plan	Post-IPO RSU Scheme	Post-IPO Share Option Scheme
6. Duration and remaining life	<p>No Share Option shall be exercisable after the expiration of eight years from the date of its grant or such shorter period specified in a share award agreement.</p> <p>As at June 30, 2024, the remaining life of the 2019 Equity Incentive Plan was approximately two years and six months.</p>	<p>The Post-IPO RSU Scheme shall terminate on the earlier of:</p> <ul style="list-style-type: none"> <li>(i) the end of the period of ten years commencing on the date on which the Post-IPO RSU Scheme is adopted except in respect of any non-vested RSUs granted hereunder prior to the expiration of the Post-IPO RSU Scheme, for the purpose of giving effect to the vesting in the form of Award Shares of such RSUs or otherwise as may be required in accordance with the provisions of the Post-IPO RSU Scheme; and</li> <li>(ii) such date of early termination as determined by the Board provided that such termination shall not affect any subsisting rights of any selected participant under the rules of the Post-IPO RSU Scheme, provided further that for the avoidance of doubt, the change in the subsisting rights of a selected participant in this paragraph refers solely to any change in the rights in respect of the RSUs already granted to a selected participant.</li> </ul> <p>As at June 30, 2024, the remaining life of the Post-IPO RSU Scheme was approximately seven years.</p>	<p>The Post-IPO Share Option Scheme shall be valid and effective for a period of 10 years commencing on the date when the Post-IPO Share Option Scheme becomes unconditional, after which period no further Options will be granted by the provisions of the Post-IPO Share Option Scheme, but the provisions of this Post-IPO Share Option Scheme shall remain in full force and effect to the extent necessary to give effect to the exercise of any Options granted prior thereto or otherwise as may be required in accordance with the provisions of the Post-IPO Share Option Scheme.</p> <p>As at June 30, 2024, the remaining life of the Post-IPO Share Option Scheme was approximately seven years.</p>

# Corporate Governance and Other Information

Details	2019 Equity Incentive Plan	Post-IPO RSU Scheme	Post-IPO Share Option Scheme
7. Exercise price/ purchase price	The exercise price (or strike price) of each Share Option shall be determined in good faith by the Administrator and as set forth in a share award agreement. The consideration, if any, to be paid by the participant upon delivery of each Share subject to the restricted share unit award will be determined by the Board at the time of grant of such award.	No purchase price is to be paid by the participant upon vesting of Awards granted under the Post-IPO RSU Scheme.	The amount payable for each Share to be subscribed for under an option in the event of the option being exercised shall be determined by the Board at its absolute discretion, but shall be not less than the greater of: <ul style="list-style-type: none"> <li>(i) the closing price of a Share as stated in the daily quotations sheet issued by the Stock Exchange on the date of grant;</li> <li>(ii) the average closing price of our Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the date of grant; and</li> <li>(iii) the nominal value of a Share on the date of grant.</li> </ul>
8. Exercise Period	No share option shall be exercisable after the expiration of eight years from the date of its grant or such shorter period specified in a share award agreement.	N/A	The period during which the option can be exercised as set forth in the relevant offer letters in accordance with the plan.
9. Consideration for Acceptance of Options or Awards	Each Option shall be in such form and shall contain such terms and conditions (including but not limited to the consideration for acceptance of Option, if any) as the Administrator shall deem appropriate. All Options shall be separately designated Incentive Share Options or Nonstatutory Share Options at the time of grant, and, if certificates are issued, a separate certificate or certificates shall be issued for Shares purchased on exercise of each type of Option. Each Restricted Share Award will be evidenced by a Share Award Agreement that will specify the period of restriction, the number of Shares granted, and such other terms and conditions as the Administrator, in its sole discretion, will determine.	The Company shall issue a letter to each Selected Participant in such form as the Board or the committee of the Board or person(s) to which the Board has delegated its authority may from time to time determine, specifying the Grant Date, the number of Award Shares underlying the Award, the consideration for acceptance of grant of Award (if any), the vesting criteria and conditions, and the Vesting Date and such other details as they may consider necessary.	An Option shall be deemed to have been granted and accepted and to have taken effect when the duplicate letter comprising acceptance of the offer of the grant of the Option duly signed by the Grantee together with a payment to the Company and/or any of its subsidiaries of HK\$1 (or the equivalent of HK\$1 in the local currency of any jurisdiction where the Company and/or its subsidiaries operate, as the Board may in its absolute discretion determine) by way of consideration for the grant thereof is received by the Company within the time period specified in the offer of the grant of the Option. Such remittance shall not be refundable. To the extent that the offer of the grant of an Option is not accepted within 28 days after the Offer Date, it will be deemed to have been irrevocably declined and will lapse, unless the Board in its absolute discretion determines otherwise.



# Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended June 30, 2024

	Notes	2024 (Unaudited) RMB'000	2023 (Unaudited) RMB'000
<b>Revenue</b>	5	<b>6,340</b>	–
Cost of sales		(4,723)	–
<b>Gross profit</b>		<b>1,617</b>	–
Other income	5	23,062	41,605
Selling and distribution expenses		(721)	–
Administrative expenses		(86,313)	(62,314)
Research and development expenses		(245,555)	(323,313)
Other losses – net	6	(53,630)	(65,208)
<b>Operating loss</b>		<b>(361,540)</b>	(409,230)
Finance income		12,596	7,299
Finance costs		(2,614)	(2,541)
Finance income – net		9,982	4,758
<b>Loss before income tax</b>		<b>(351,558)</b>	(404,472)
Income tax expense	8	–	–
<b>Loss for the period and attributable to owners of the parent</b>		<b>(351,558)</b>	(404,472)
<b>Other comprehensive (loss)/income for the period:</b>			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of subsidiaries		(72,183)	7,710
<i>Items that will not be reclassified to profit or loss</i>			
Exchange differences on translation of the Company		158,609	106,005
<b>Other comprehensive income for the period, net of tax</b>		<b>86,426</b>	113,715
<b>Total comprehensive loss for the period and attributable to the owners of the parent</b>		<b>(265,132)</b>	(290,757)
<b>Loss per share attributable to ordinary equity holders of the parent</b>			
Basic and diluted loss per share (in RMB)	10	(0.63)	(0.73)

# Interim Condensed Consolidated Statement of Financial Position

June 30, 2024

	Notes	June 30, 2024 (Unaudited) RMB'000	December 31, 2023 (Audited) RMB'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	11	288,785	311,952
Right-of-use assets	11	51,131	49,438
Intangible assets		6,542	8,660
Other non-current assets and prepayments		16,342	14,076
Total non-current assets		362,800	384,126
<b>CURRENT ASSETS</b>			
Trade receivables	12	3,471	–
Inventories		5,067	683
Other receivables		16,176	9,792
Other current assets and prepayments	13	62,414	12,861
Cash and bank balances		1,652,569	1,849,752
Total current assets		1,739,697	1,873,088
<b>CURRENT LIABILITIES</b>			
Accruals and other payables	14	112,683	158,008
Interest-bearing bank borrowings	15	19,967	2,522
Lease liabilities		13,165	12,230
Deferred income		11,185	13,220
Contract liabilities	16	26,680	10,237
Total current liabilities		183,680	196,217
<b>NET CURRENT ASSETS</b>		<b>1,556,017</b>	<b>1,676,871</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>1,918,817</b>	<b>2,060,997</b>
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank borrowings	15	109,150	–
Lease liabilities		70,792	70,468
Deferred income		9,957	10,387
Contract liabilities	16	231,603	178,442
Total non-current liabilities		421,502	259,297
Net assets		1,497,315	1,801,700
<b>EQUITY</b>			
<b>Equity attributable to owners of the parent</b>			
Share capital	17	1	1
Reserves	18	1,497,314	1,801,699
Total equity		1,497,315	1,801,700

Zonghai LI  
Director

Hua JIANG  
Director

# Condensed Consolidated Statement of Changes in Equity

For the six months ended June 30, 2024

Notes	Attributable to owners of the parent			
	Share capital RMB'000	Other reserves** RMB'000 (note 18)	Accumulated losses** RMB'000 (note 18)	Total RMB'000
<b>At December 31, 2022 (audited)</b>	1	9,915,208	(7,442,035)	2,473,174
Loss for the period	–	–	(404,472)	(404,472)
Other comprehensive income	–	113,715	–	113,715
<b>Total comprehensive income/(loss)</b>	–	113,715	(404,472)	(290,757)
Share-based payments	–*	18,746	–	18,746
Issue of shares to employees under Employee Incentive Schemes	–*	4,431	–	4,431
<b>At June 30, 2023 (unaudited)</b>	1	10,052,100	(7,846,507)	2,205,594
<b>At December 31, 2023 (audited)</b>	<b>1</b>	<b>9,991,528</b>	<b>(8,189,829)</b>	<b>1,801,700</b>
Loss for the period	–	–	(351,558)	(351,558)
Other comprehensive income	–	86,426	–	86,426
<b>Total comprehensive income/(loss)</b>	–	86,426	(351,558)	(265,132)
Share-based payments	–	9,300	–	9,300
Issue of shares to employees under Employee Incentive Schemes	–*	89	–	89
Transfer of treasury shares to employees under Employee Incentive Schemes	–	34	–	34
Share repurchase	–	(48,676)	–	(48,676)
<b>At June 30, 2024 (unaudited)</b>	<b>1</b>	<b>10,038,701</b>	<b>(8,541,387)</b>	<b>1,497,315</b>

\* The amounts are less than RMB1,000.

\*\* The reserves accounts comprised of RMB1,497,314 in the consolidated statements of financial position as at June 30, 2024 (June 30, 2023: RMB2,205,593).

# Interim Condensed Consolidated Statement of Cash Flows

For the six months ended June 30, 2024

	Notes	2024 (Unaudited) RMB'000	2023 (Unaudited) RMB'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Loss before income tax:		(351,558)	(404,472)
Cash used in operations		(268,543)	(149,114)
Interest received		12,596	7,299
Net cash used in operating activities		(255,947)	(141,815)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of items of property, plant and equipment		(4,612)	(8,018)
Proceeds from disposals of items of property, plant and equipment		289	51
Purchases of intangible assets		(1,026)	(931)
Purchase of term deposits with original maturity between three and twelve months		(919,534)	(1,610,863)
Proceeds from collection of term deposits with original maturity between three and twelve months		919,534	1,205,884
Interest received from term deposit with original maturity between three and twelve months		11,933	7,182
Government grant received in relation to acquisition of non-current assets		–	2,169
Net cash generated from/(used in) investing activities		6,584	(404,526)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Payments for ordinary share repurchase		(91,811)	–
Proceeds from issue of shares to employees under Employee Incentive Schemes		89	4,431
Proceeds from transfer of treasury shares to employees under Employee Incentive Schemes		34	–
Proceeds from return of rental deposit		192	–
Principal portion of lease payments		(7,446)	(6,984)
Interest paid for lease liabilities		(1,679)	(2,344)
Payments for rental deposit		(318)	–
Proceeds from bank borrowings		130,000	–
Repayments of bank borrowings		(3,522)	(2,394)
Interest paid for bank borrowings		(851)	(213)
Net cash generated from/(used in) financing activities		24,688	(7,504)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>			
Cash and cash equivalents at beginning of the period		1,849,752	2,268,036
Effect of foreign exchange rate changes, net		27,492	(30,240)
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>		<b>1,652,569</b>	<b>1,683,951</b>
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>			
Cash and bank balances as stated in the interim condensed consolidated statement of financial position		1,652,569	1,683,951

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 1. GENERAL INFORMATION

CARsgen Therapeutics Holdings Limited (hereinafter the “Company”) was incorporated under the law of Cayman Islands as a limited liability company on 9 February 2018. The address of the Company’s registered office is P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1 – 1205 Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (hereinafter collectively referred to as the “Group”) are biopharmaceutical companies with operations in Chinese Mainland (the “PRC”) and the United States of America (the “US”). The group has established capabilities for CAR T-cell research and development covering target discovery, preclinical research, product clinical development and commercial-scale production.

## 2. BASIS OF PREPARATION

The interim condensed consolidated financial information for the six months ended June 30, 2024 has been prepared in accordance with *IAS 34 Interim Financial Reporting*. The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 December 2023.

## 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2023, except for the adoption of the following revised International Financial Reporting Standards (“IFRSs”) for the first time for the current period’s financial information.

Amendments to IFRS 16	<i>Lease Liability in a Sale and Leaseback</i>
Amendments to IAS 1	<i>Classification of Liabilities as Current or Non-current (the “2020 Amendments”)</i>
Amendments to IAS 1	<i>Non-current Liabilities with Covenants (the “2022 Amendments”)</i>
Amendments to IAS 7 and IFRS 7	<i>Supplier Finance Arrangements</i>

The nature and the impact of the revised IFRSs that are applicable to the Group are described below:

- (a) Amendments to IFRS 16 specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. Since the Group has no sale and leaseback transactions with variable lease payments that do not depend on an index or a rate occurring from the date of initial application of IFRS 16, the amendments did not have any impact on the financial position or performance of the Group.



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

- (b) The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period. The Group has reassessed the terms and conditions of its liabilities as at 1 January 2023 and 2024 and concluded that the classification of its liabilities as current or non-current remained unchanged upon initial application of the amendments. Accordingly, the amendments did not have any impact on the financial position or performance of the Group.
- (c) Amendments to IAS 7 and IFRS 7 clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. The disclosure of relevant information for supplier finance arrangements is not required for any interim reporting period during the first annual reporting period in which an entity applies the amendments. As the Group does not have supplier finance arrangements, the amendments did not have any impact on the interim condensed consolidated financial information.

## 4. SEGMENT INFORMATION

### Operating segment information

The Group's business activities are regularly reviewed and evaluated by the chief operating decision-makers. The chief operating decision-makers, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the executive directors of the Group.

As a result of this evaluation, the executive directors of the Group consider that the Group's operations are operated and managed as a single operating segment. Since this is the only reportable operating segment of the Group, no further operating segment analysis thereof is presented.



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 4. SEGMENT INFORMATION (continued)

### Information about major customers

Revenue from a major customer (including sales to a group of entities which are known to be under common control with that customer) which accounted for 10% or more of the Group's revenue during the periods is set out below:

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Customer A	6,340	–

## 5. REVENUE AND OTHER INCOME

An analysis of revenue is as follows:

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Revenue from contracts with customers	6,340	–

Disaggregated revenue information for revenue from contracts with customers:

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Geographical market		
Chinese Mainland	6,340	–

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 5. REVENUE AND OTHER INCOME (continued)

An analysis of other income is as follows:

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Government grants (i)	2,907	10,869
Interest income on term deposits with original maturity between three and twelve months	20,155	30,736
<b>Total</b>	<b>23,062</b>	<b>41,605</b>

- (i) The government grants mainly represent subsidies received from the government to support on certain research and development projects that are relating to both expenses and assets. Government grants were released to profit or loss either over the periods that the expenses for which it is intended to compensate are expensed, or over the expected useful life of the relevant asset, when all attaching conditions and requirements are compliant with.

## 6. OTHER LOSSES – NET

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Foreign exchange losses – net	(53,476)	(65,259)
Others	(154)	51
<b>Total</b>	<b>(53,630)</b>	<b>(65,208)</b>



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 7. LOSS BEFORE TAX

The Group's loss before tax from continuing operations is arrived at after charging/(crediting):

	Notes	For the six months ended June 30,	
		2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Employee benefit expenses		154,288	173,113
Testing and clinical expenses		79,035	101,474
Depreciation of property, plant and equipment		31,708	30,800
Research and development consumables		10,287	28,691
Professional service expenses		22,664	10,579
Depreciation of right-of-use assets		6,008	9,596
Utilities		8,993	9,780
Office expenses		3,893	5,263
Travelling and transportation expenses		3,865	4,938
Amortization of intangible assets		3,976	3,659
Short term lease and low value lease expenses		2,456	808
Auditors' remuneration		1,944	1,815
– Audit service		1,944	1,630
– Non-audit service		–	185
Other expenses		2,751	5,111
Cost of inventories sold		4,723	–
Marketing service fees		721	–
Interest income		(12,596)	(7,299)
Interest expense on lease liabilities		1,679	2,344
Interest expense on bank borrowings		935	197
<b>Total</b>		<b>327,330</b>	<b>380,869</b>
Cost of inventories sold		4,723	–
Selling and distribution expenses		721	–
Administrative expenses		86,313	62,314
Research and development expenses		245,555	323,313
Finance income		(12,596)	(7,299)
Finance costs		2,614	2,541
<b>Total</b>		<b>327,330</b>	<b>380,869</b>

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 8. INCOME TAX EXPENSE

### Current income tax

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operated.

#### **(a) Cayman Islands income tax**

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands and accordingly, is exempted from Cayman Islands income tax.

#### **(b) Hong Kong income tax**

No provision for Hong Kong profits tax has been provided for at the rate of 16.5% (2023: 16.5%) as the Company has no estimated assessable profit.

#### **(c) Chinese Mainland corporate income tax**

Subsidiaries in Chinese Mainland are subject to income tax at a rate of 25% (2023: 25%) pursuant to the Corporate Income Tax Law of the PRC and the respective regulations (the "CIT Law"), with the exception that CARsgen Therapeutics obtained its High and New Technology Enterprises status in year 2023 and hence is entitled to a preferential tax rate of 15% (2023: 15%) for a three-year period commencing 2023.

No provision for Chinese Mainland corporate income tax was provided for, as there's no assessable profit.

#### **(d) The US corporate income tax**

CARsgen USA, which was incorporated in Delaware, the United States on May 4, 2016, was subject to statutory U.S. Federal corporate income tax at a rate of 21% (2023: 21%) for the six months ended June 30, 2024. CARsgen USA was also subject to the state income tax during for the six months ended June 30, 2024 and 2023.

No provision for US corporate income tax was provided for as there's no assessable profit.

#### **(e) British Virgin Islands income tax**

Under the current laws of BVI, the subsidiary incorporated in BVI is not subject to tax on income or capital gains. In addition, upon payments of dividends by our BVI subsidiaries to us, no BVI withholding tax is imposed.

#### **(f) Ireland corporation income tax and Ireland capital gains tax**

Subsidiary in Ireland is subject to income tax at a rate of 12.5% (2023: 12.5%) on the estimated assessable profit and 33% (2023: 33%) on the capital gains.

No provision for Ireland corporate income tax was provided for as there's no assessable profit.



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 9. DIVIDEND

No dividend was declared or paid by the Company during the six months ended June 30, 2024 (six months ended June 30, 2023: Nil).

## 10. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic loss per share amounts is based on the loss attributable to ordinary equity holders of the parent and the weighted average number of ordinary shares in issue (excluding shares reserved for share incentive scheme) during the periods.

No adjustment has been made to the basic loss per share amounts presented for the periods in respect of a dilution as the impact of outstanding potential ordinary shares in relation to share-based payment had an anti-dilutive effect on the basic loss per share amounts presented.

The calculation of the basic and diluted loss per share are based on:

	For the six months ended June 30,	
	2024 (Unaudited)	2023 (Unaudited)
Loss attributable to the ordinary equity holders of the parent (RMB'000)	(351,558)	(404,472)
Weighted average number of ordinary shares in issue during the period, used in the basic and diluted loss per share calculation ('000)	557,030	555,475
<i>Basic and diluted loss per share (RMB)</i>	<b>(0.63)</b>	(0.73)

## 11. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

During the six months ended June 30, 2024, the Group acquired property, plant and equipment and right-of-use assets at a cost of approximately RMB3,109,000 and RMB5,736,000 respectively (six months ended June 30, 2023: RMB6,483,000 and RMB1,021,000 respectively).

No impairment loss was recognized during the six months ended June 30, 2024 (six months ended June 30, 2023: Nil).

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 12. TRADE RECEIVABLES

An ageing analysis of the trade receivables as at the end of the periods, based on the invoice date and net of loss allowance, is as follows:

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
Within 3 months	3,471	–

## 13. OTHER CURRENT ASSETS AND PREPAYMENT

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
Value-added tax recoverable	3,761	3,151
Prepayments to share repurchase	43,136	–
Prepayments to suppliers	15,517	9,710
<b>Total</b>	<b>62,414</b>	<b>12,861</b>

## 14. ACCRUALS AND OTHER PAYABLES

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
Accrued expenses (i)	71,937	111,103
Staff salaries and welfare payables	30,706	36,800
Other taxes payable	2,554	2,621
Payables for acquisition of property, plant and equipment	274	1,029
Payables for research and development consumables	1,045	512
Interest payables	–	33
Others	6,167	5,910
<b>Total</b>	<b>112,683</b>	<b>158,008</b>

(i) Accrued expenses were mainly expenses incurred for the research and development activities.

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 15. INTEREST-BEARING BANK BORROWINGS

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
<i>Non-current</i>		
Secured bank borrowings	109,150	–
<i>Current</i>		
Secured bank borrowings	19,967	2,522
<b>Total</b>	<b>129,117</b>	<b>2,522</b>

As at June 30, 2024, no Group's bank borrowings (2023: RMB2,522,000) was pledged by property, plant and equipment and right-of-use assets of the Group.

As at June 30, 2024, the weighted average effective interest rates was 3.2% (2023: 5.23%).

The fair values of the borrowings approximate their carrying amounts as the discounting impact is not significant.

## 16. CONTRACT LIABILITIES

The Group has recognised the following liabilities related to contracts with customers:

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
<i>Advances received from a customer</i>		
Grant of an exclusive distribution agreement	258,283	188,679
Non-current	231,603	178,442
Current	26,680	10,237
<b>Total</b>	<b>258,283</b>	<b>188,679</b>

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 16. CONTRACT LIABILITIES (continued)

Contract liabilities include upfront payments received for the grant of an exclusive distribution right. On January 16, 2023, CARsgen Life Sciences Co., Ltd. ("CARsgen Life Science"), a wholly-owned subsidiary of the Company and Huadong Medicine (Hangzhou) Co., Ltd., a wholly-owned subsidiary of Huadong Medicine Co., Ltd. entered into an exclusive distribution agreement for the commercialisation of 赛恺泽® (the "Agreement") with total upfront and milestone payments up to RMB1,225 million. In March, 2023, CARsgen Life Sciences received an upfront payment of RMB200,000,000 (RMB188,679,000 excluding VAT) under the Agreement. In March 2024, CARsgen Life Sciences received a milestone payment of RMB75,000,000 (RMB70,755,000 excluding VAT) upon the achievement of a regulatory milestone.

The upfront fee and the milestone payment are restricted by the term in the Agreement, and the current portion is expected to be realised within one year.

## 17. SHARE CAPITAL

### Authorized:

	Number of shares <i>In thousands</i>	Nominal value of shares <i>USD</i>
As at January 1, 2023 and June 30, 2023	200,000,000	50,000
As at January 1, 2024 and June 30, 2024	<b>200,000,000</b>	<b>50,000</b>

### Issued and fully paid:

	Number of ordinary shares at USD0.00000025 par value <i>In thousands</i>	RMB equivalent value <i>RMB'000</i>
As at December 31, 2022 (audited)	572,625	1
Issue of shares held in trust	2,013	—*
Issue of shares to employees under Employee Incentive Schemes (i)	686	—*
As at June 30, 2023 (unaudited)	575,324	1
As at December 31, 2023 (audited)	<b>575,640</b>	<b>1</b>
Issue of shares to employees under Employee Incentive Schemes (i)	<b>35</b>	<b>—*</b>
As at June 30, 2024 (unaudited)	<b>575,675</b>	<b>1</b>

# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 17. SHARE CAPITAL (continued)

\* The amounts are less than RMB1,000.

(i): During the six months ended June 30, 2024, the Company issued 35,394 ordinary shares at the cost of HK\$97,000 (equivalent to RMB89,000 approximately) in total at the prices ranging from nil to HK\$7.06 per share to employees under Employee Incentive Schemes (six months ended June 30, 2023: 685,834 ordinary shares at HKD4,913,000 (equivalent to RMB4,431,000 approximately)).

### Movements in treasury shares during the period:

	Number of treasury shares <i>In thousands</i>	RMB equivalent value <i>RMB'000</i>
As at December 31, 2022 (audited)	17,636	—*
Issue of shares held in trust	2,013	—*
Transfer of treasury shares to employees related to employee share-based payment	(320)	—*
As at June 30, 2023 (unaudited)	19,329	—*
As at December 31, 2023 (audited)	<b>18,407</b>	<b>—*</b>
Transfer of treasury shares to employees related to employee share-based payment (i)	<b>(672)</b>	<b>—*</b>
Share repurchase (ii)	<b>9,052</b>	<b>—*</b>
As at June 30, 2024 (unaudited)	<b>26,787</b>	<b>—*</b>

\* The amounts are less than RMB1,000.

(i): During the six months ended June 30, 2024, the Company transferred 671,598 treasury shares to employees under Employee Incentive Schemes at the cost of HK\$37,000 (equivalent to RMB34,000 approximately) in total at the prices ranging from nil to HK\$4.60 per share (six months ended June 30, 2023: 320,407 treasury shares transferred to employees under Employee Incentive Schemes at the cost of HKD897 (equivalent to RMB770 approximately)).

(ii): During the six months ended June 30, 2024, the Company repurchased 9,052,000 shares at a cost of HK\$52,328,000 (equivalent to RMB48,676,000 approximately) in total at the prices ranging from HK\$4.81 to HK\$7.05 per share (transaction costs inclusive).



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 18. RESERVES

	Capital reserve <i>RMB'000</i>	Share premium <i>RMB'000</i>	Treasury shares <i>RMB'000</i>	Currency translation reserve <i>RMB'000</i>	Share-based compensation <i>RMB'000</i>	Accumulated loss <i>RMB'000</i>	Total <i>RMB'000</i>
<b>Balance at December 31, 2022</b>							
<b>(audited)</b>	54,800	9,430,320	—*	358,737	71,351	(7,442,035)	2,473,173
Loss for the period	—	—	—	—	—	(404,472)	(404,472)
Exchange differences	—	—	—	113,715	—	—	113,715
Share-based payments	—	—	—	—	18,746	—	18,746
Issue of shares held in trust <i>(note (17))</i>	—	—	—*	—	—	—	—*
Transfer of treasury shares to employees under Employee Incentive Schemes <i>(note (17))</i>	—	—*	—*	—	—	—	—*
Issue of shares to employees under Employee Incentive Schemes	—	4,431	—	—	—	—	4,431
<b>Balance at 30 June, 2023 (unaudited)</b>	54,800	9,434,751	—*	472,452	90,097	(7,846,507)	2,205,593
<b>Balance at December 31, 2023</b>							
<b>(audited)</b>	54,800	9,436,930	—*	413,989	85,809	(8,189,829)	1,801,699
Loss for the period	—	—	—	—	—	(351,558)	(351,558)
Exchange differences	—	—	—	86,426	—	—	86,426
Share-based payments	—	—	—	—	9,300	—	9,300
Issue of shares to employees under Employee Incentive Schemes	—	89	—	—	—	—	89
Transfer of treasury shares to employees under Employee Incentive Schemes <i>(note (17))</i>	—	34	—*	—	—	—	34
Repurchase treasury shares <i>(note (17))</i>	—	(48,676)	—*	—	—	—	(48,676)
<b>Balance at June 30, 2024 (unaudited)</b>	54,800	9,388,377	—*	500,415	95,109	(8,541,387)	1,497,314

\* The amounts are less than RMB1,000.



# Notes to Interim Condensed Consolidated Financial Information

June 30, 2024

## 19. COMMITMENTS

### (a) Capital commitments

Capital expenditure contracted for by the Group at the balance sheet date but not yet incurred is as follows:

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
Property, plant and equipment	1,269	1,436

### (b) Lease commitments – where the Group is the lessee

At the balance sheet dates, lease commitments of the Group for leases not yet commenced for short-term lease and low-value lease are as follows:

	June 30, 2024 RMB'000 (Unaudited)	December 31, 2023 RMB'000 (Audited)
No later than 1 year	–	553

## 20. RELATED PARTY TRANSACTIONS

The following is a summary of the significant transactions carried out between the Group and its related parties in the ordinary course of business during the six months ended June 30, 2024 and 2023 respectively.

### (a) Key management compensation

	For the six months ended June 30,	
	2024 RMB'000 (Unaudited)	2023 RMB'000 (Unaudited)
Basic salaries, share-based payments, other allowances and benefits in kind	8,799	14,310
Discretionary bonus	1,701	3,131
Social security costs	476	1,382
<b>Total</b>	<b>10,976</b>	<b>18,823</b>

## 21. APPROVAL OF THE FINANCIAL STATEMENTS

The interim condensed consolidated financial statements were approved and authorised for issue by the board of directors on August 28, 2024.

# Forward-Looking Statements

All statements in this report that are not historical fact or that do not relate to present facts or current conditions are forward-looking statements. Such forward-looking statements express the Group's current views, projections, beliefs and expectations with respect to future events as of the date of this report. Such forward-looking statements are based on a number of assumptions and factors beyond the Group's control. As a result, they are subject to significant risks and uncertainties, and actual events or results may differ materially from these forward-looking statements and the forward-looking events discussed in this report might not occur. Such risks and uncertainties include, but are not limited to, those detailed under the heading "Principal Risks and Uncertainties" in our most recent annual report and interim report and other announcements and reports made available on our corporate website, <https://www.carsgen.com>. No representation or warranty is given as to the achievement or reasonableness of, and no reliance should be placed on, any projections, targets, estimates or forecasts contained in this report.



# Definitions

"1% individual limit"	has the meaning in Rule 17.03D(1) of the Listing Rules
"2019 Equity Incentive Plan"	the equity incentive plan of our Company as adopted by way of written resolutions of the Board on January 22, 2019, the principal terms of which are set out in the section headed "Statutory and General Information – D. 2019 Equity Incentive Plan" in the Prospectus
"Accure Biotech"	Accure Biotech Limited, a company incorporated in the BVI with limited liability on March 26, 2018 and wholly-owned by Mr. Haiou CHEN, and one of the Controlling Shareholders
"affiliate"	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
"Audit Committee"	the audit committee of the Company
"Board of Directors", "Board" or "our Board"	the board of Directors
"BVI"	the British Virgin Islands
"Candock Holdings"	Candock Holdings Limited, a company incorporated in the BVI with limited liability on July 17, 2017 and wholly-owned by Mr. Huaqing GUO, and one of the Controlling Shareholders
"CART Biotech"	CART Biotech Limited, a company incorporated in the BVI with limited liability on July 17, 2017 and wholly-owned by Dr. LI, and one of the Controlling Shareholders
"China" or "PRC"	the People's Republic of China, which for the purpose of this report and for geographical reference only, excludes Hong Kong, Macao and Taiwan
"Company", "our Company", "the Company", "CARsgen Therapeutics" or "CARsgen"	CARsgen Therapeutics Holdings Limited (科濟藥業控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on February 9, 2018
"Core Product"	has the meaning ascribed to it in Chapter 18A of the Listing Rules and in this context, refers to CT053
"Corporate Governance Code"	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
"Director(s)"	the director(s) of the Company
"Global Offering"	the initial public offering of the shares on the terms and subject to the conditions as described in the Prospectus

## Definitions

"Group", "our Group", "we", "us" or "our"	our Company, its subsidiaries and consolidated affiliated entities from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries and consolidated affiliated entities, such subsidiaries and consolidated affiliated entities as if they were subsidiaries and consolidated affiliated entities of our Company at the relevant time
"HK\$" or "Hong Kong dollars" or "HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the People's Republic of China
"Huadong Medicine"	Huadong Medicine Co., Ltd. (Stock Code: 000963.SZ), a leading large-scale comprehensive pharmaceutical listed company based in Hangzhou, China
"IPO"	initial public offering
"Latest Practicable Date"	September 6, 2024, being the latest practicable date prior to the printing of this report for the purpose of ascertaining certain information contained in this report
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"Model Code"	Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
"NMPA"	National Medical Products Administration (國家藥品監督管理局), the successor of the China Food and Drug Administration (國家食品藥品監督管理總局), or the CFDA, the State Food and Drug Administration (國家食品藥品監督管理局), or the SFDA and the State Drug Administration (國家藥品監督管理局), or the SDA
"Nomination and Corporate Governance Committee"	the nomination and corporate governance committee of the Company
"Post-IPO RSU Scheme"	the post-IPO RSU scheme adopted by our Company on April 30, 2021, the principal terms of which are set out in the section headed "Appendix V – Statutory and General Information" in the Prospectus
"Post-IPO Share Option Scheme"	the post-IPO share option scheme adopted by our Company on April 30, 2021, the principal terms of which are set out in the section headed "Appendix V – Statutory and General Information" in the Prospectus

## Definitions

"Prospectus"	the prospectus issued by the Company on June 7, 2021 in connection with the Global Offering
"Quanzhou Dingwo (LP)"	Quanzhou Dingwo Chuangfeng Investment Center (Limited Partnership) (泉州市鼎沃創豐投資中心(有限合夥)), a limited partnership established under the laws of the PRC on October 15, 2015, and one of our Controlling Shareholders
"Redelle Holding"	Redelle Holding Limited, a company incorporated in the BVI with limited liability on July 17, 2017 and wholly-owned by Mr. Bingsen GUO, and one of the Controlling Shareholders
"Remuneration Committee"	the remuneration committee of the Company
"Reporting Period"	the period from January 1, 2024 to June 30, 2024
"RMB"	Renminbi, the lawful currency of China
"RSU(s)"	restricted share unit(s)
"SFO"	the Securities and Futures Ordinance (Cap. 571), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the share capital of the Company with a par value of US\$0.00000025 each
"Shareholder(s)"	holder(s) of Shares of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"United States" or "U.S."	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
"US\$" or "USD"	United States dollars, the lawful currency of the United States
"Yeed Holdings"	Yeed Holdings Limited (儀德控股有限公司), a limited liability company established under the laws of BVI on July 7, 2019 wholly-owned by Ms. Xuehong YANG, and one of our Controlling Shareholders
"YIJIE Biotech (BVI)"	YIJIE Biotech Holding Limited (益傑生物技術控股有限公司), a limited liability company incorporated in the BVI on July 20, 2017, and one of our Controlling Shareholders



# Glossary

"antigen"	the substance that is capable of stimulating an immune response, specifically activating lymphocytes, which are the body's infection-fighting white blood cells
"ASCO"	American Society of Clinical Oncology
"ASCO GI"	American Society of Clinical Oncology Gastrointestinal Cancers Symposium
"ASH"	American Society of Hematology
"BCMA"	B-cell maturation antigen, a protein that is highly expressed in multiple myeloma with limited expression on normal tissues other than plasma cells
"BLA"	biologics license application
"B2M"	beta 2 microglobulin
"CAR(s)"	chimeric antigen receptor(s)
"CAR-T" or "CAR T"	chimeric antigen receptor T cell
"CD19"	a cell surface protein expressed on the surface of almost all B cell leukemia and lymphoma
"CGMP"	current good manufacturing practices
"chemotherapy"	a category of cancer treatment that uses one or more anti-cancer chemotherapeutic agents as part of its standardized regimen
"CMC"	chemistry, manufacturing, and controls processes in the development, licensure, manufacturing, and ongoing marketing of pharmaceutical products
"CRS"	cytokine release syndrome, a form of systemic inflammatory response syndrome that arises as a complication of some diseases or infections, and is also an adverse effect of some monoclonal antibody drugs, as well as adoptive T cell therapies
"CycloCAR®"	a next-generation CAR-T technology under development by the Company, which features co-expression of cytokines IL-7 and chemokine CCL21 in the CAR T-cells to potentially improve clinical efficacy and reduced requirement for lymphodepletion conditioning
"cytokine"	a broad and loose category of small proteins that are important in cell signaling. Their release affects the growth of all blood cells and other cells that help the body's immune and inflammation responses
"EHA"	European Hematology Association
"EMA"	European Medicines Agency



"FDA" or "U.S. FDA" or "US FDA"	United States Food and Drug Administration
"GMP"	Good Manufacturing Practice
"GPC3"	Glypican-3, an oncofetal antigen expressed in a variety of tumors including certain liver and lung cancers
"GvHD"	graft versus host disease
"HCC"	hepatocellular carcinoma, a type of cancer arising from hepatocytes in predominantly cirrhotic liver patients
"HLA"	human leukocyte antigen
"HvGR"	host versus graft response
"IIT" or "investigator-initiated trial"	clinical trial sponsored and conducted by independent investigators
"IND"	investigational new drug or investigational new drug application, also known as clinical trial application in China
"LADAR™"	Local Action Driven by Artificial Receptor technology, with similar mechanism of synNotch system, in which the intracellular transcription of the gene of interest is controlled by a chimeric regulatory antigen receptor
"mAb" or "monoclonal antibody"	antibodies that are made by identical immune cells which are all clones belonging to a unique parent cell
"mesothelin"	cell-surface protein whose expression is mostly restricted to mesothelial cell layers lining the pleura, pericardium and peritoneum
"MM" or "R/R MM"	multiple myeloma, a type of cancer that forms in the plasma blood cells; cancer that relapses or does not respond to treatment is called relapsed and/or refractory multiple myeloma
"NDA"	new drug application
"NK cell"	natural killer cell, the human body's first line of defense due to their innate ability to rapidly seek and destroy abnormal cells
"NKG2A"	also named KLRC1, killer cell lectin-like receptor subfamily C, member 1
"Phase I"	a study in which a drug is introduced into healthy human subjects or patients with the target disease or condition and tested for safety, dosage, tolerance, absorption, metabolism, distribution, excretion, and if possible, to gain an early indication of its effectiveness
"Phase Ib"	a phase of clinical trials that primarily assesses safety, tolerability and pharmacokinetics/pharmacodynamics at multiple ascending dose levels prior to commencement of a Phase II or Phase III clinical trial

# Glossary

"Phase II"	a study in which a drug is administered to a limited patient population to identify possible adverse effects and safety risks, to preliminarily evaluate the efficacy of the drug for specific targeted disease, and to determine dosage tolerance and optimal dosage
"confirmatory trial" or "pivotal trial"	the trial or study intended to demonstrate the required clinical efficacy and safety evidence before submission for drug marketing approval
"PRIME"	PRiority MEdicine. A scheme launched by the EMA to offer early and proactive support to medicine developers to optimize the generation of robust data on medicine's benefits and risks, and accelerate assessment of medicines applications, for medicines that target an unmet medical need with advantages over existing treatments
"regenerative medicine advanced therapy" or "RMAT"	a special status granted by the FDA to regenerative medicine therapies, including cell therapies, intended to treat a serious or life-threatening disease or condition, and preliminary clinical evidence indicates that the drug has the potential to address unmet medical needs for such disease or condition
"solid tumor"	an abnormal mass of tissue that usually does not contain cysts or liquid areas
"TCR"	T cell receptor
"THANK-uCAR®"	the Company's proprietary technology to generate CAR T cells with improved expansion and persistence from T cells that are sourced from third-party donors

In the case of inconsistency, the English text of this report shall prevail over the Chinese text.

