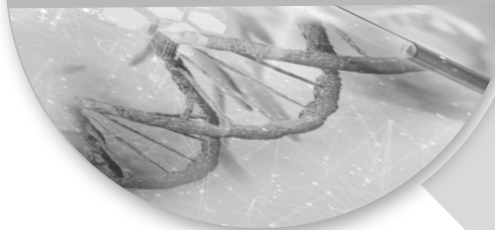


Worldwide Collaboration to Co-Develop and Co-Commercialise CART-ddBCMA in Multiple Myeloma

Kite Pharma



CART-ddBCMA is a cell therapy product in phase II targeting autologous T-cells for the treatment of relapsed or refractory multiple myeloma (12/22)

- \$225M Upfront Payment
- up to \$335M Clinical Milestones
- up to \$635M Regulatory Milestones
- up to \$507.5M Commercial Milestones

Arcellx



Tiered royalties in the
low to mid teen
percentages

Gilead made an upfront equity
investment of \$100M

TAGS

This is a selection of the tags about this deal. For all tags related to this deal, log into BioSciDB

In addition to the upfront consideration, the Company will be eligible to receive clinical, regulatory, and commercial milestone payments of up to \$335.0 million, \$635.0 million and \$507.5 million, for CART-ddBCMA, each next-generation autologous CAR-T cell therapy product, and each non-autologous CAR-T cell therapy product, respectively. In the United States, the Company and Kite will equally share profits and losses from the commercialization of CART-ddBCMA and any next-generation autologous CAR-T cell therapy product for which the Company has exercised its option to co-promote with Kite (collectively, the Co-Promote Products). The Company has the option to designate next-generation autologous CAR-T therapy product as a Co-Promote Product after Kite provides the first phase 1 clinical study report for such product with the proposed core development plan and budget. For Co-Promote Products outside of the United States and for any other products worldwide that are not a Co-Promote Product (Non-Co-Promote Products), including any next-generation autologous CAR-T cell therapy product for which the company has opted out of designating as a Co-Promote Product, the Company will be eligible for tiered royalties in the low to mid teen percentages. The Company and Kite will jointly develop the Co-Promote Products in accordance with mutually agreed development plans and development budgets. On a Co-Promote Product-by-Co-Promote Product basis, the Company may, upon advance written notice to Kite, opt out of sharing development costs and profits and losses from the commercialization of such Co-Promote Product (for example, CART-ddBCMA), in which case, it will become a Non-Co-Promote Product and eligible for tiered royalties in the low to mid teen percentages.

1.97 “Licensed Product” means the Existing Product, each Non-Auto Product, and each NextGen Product.

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1.57 “Existing Product” means the ddBCMA autologous CAR T-Cell Therapy Product designed to bind BCMA that is under development as part of the iMMagine-1 Program or iMMagine-2 Program, as described in Exhibit 1.57 and known as of the Signature Date at Arcellx as “CART-ddBCMA”.

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1.115 “Non-Auto Product” means a Non-Auto Platform Development Product where Kite has achieved the Non-Auto Platform Development Requirement. A Non-Auto Product shall be considered to be distinct from another Licensed Product (e.g., another Non-Auto Product) if such Non-Auto Product is part of a Clinical Study.

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1.111 “NextGen Product” means an autologous CAR T-Cell Therapy Product that expresses the Existing BCMA Binder on the cell membrane of such T-Cell that is not the Existing Product [***].

8.1 Upfront Payment. No later than [***] Business Days after the Effective Date, Kite shall make a non-refundable, non-creditable payment of Two Hundred Twenty Five Million USD (\$225,000,000).