IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
SANGAMO THERAPEUTICS, INC.	)	Case No. 26-10989 (CTG)
Debtor.[1]	)	**Re: Docket Nos. 61, 94 & 103**

DEBTOR'S RESERVATION OF RIGHTS WITH RESPECT TO (A) NOTICE OF SUBSTANTIAL EQUITYHOLDER STATUS, AND (B) NOTICE OF INTENT TO SELL, TRADE, OR OTHERWISE TRANSFER EQUITY SECURITIES, EACH FILED BY DIRK HAUSSECKER

Sangamo Therapeutics, Inc., as debtor and debtor-in-possession (the "**Debtor**") in the above-captioned case, hereby files this reservation of rights (the "**Reservation of Rights**") with respect to the *Notice of Substantial Equityholder Status* [Docket No. 94] (the "**Haussecker Substantial Holder Notice**") and the *Notice of Intent to Sell, Trade, or Otherwise Transfer Equity Securities* [Docket No. 103] (the "**Haussecker Disposition Notice**," and together with the Haussecker Substantial Holder Notice, the "**Haussecker Notices**"), each filed by Dirk Haussecker. In support of this Reservation of Rights, the Debtor respectfully states as follows:

BACKGROUND

1. The Debtor is a publicly-traded company with approximately forty-seven record holders and 414,471,132 outstanding shares of common stock as of June 8, 2026. The Debtor experienced losses for federal and state income tax purposes from the operation of its business. The Debtor believes, based on preliminary estimates, that its federal and state income tax net operating losses are in excess of approximately $980.4 million and $470.3 million, respectively,

[1] The last four digits of the debtor's federal tax identification number are 9556. The debtor's principal office is located at 501 Canal Boulevard, Suite A100, Richmond, CA 94084.

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as of December 31, 2025 (the "**NOLs**" and, collectively with any capital losses, unrealized built-in losses, and certain other tax and business credits and other tax attributes, the "**Tax Attributes**"). These NOLs, if preserved, could substantially enhance the Debtor's efforts to maximize value for the benefit of its stakeholders.

2. Prior to commencing this Chapter 11 Case, BDO USA, P.C., the Debtor's tax advisor, conducted an analysis of the Debtor's Tax Attributes and any limitations imposed thereon pursuant to section 382 of the Internal Revenue Code (the "**382 Analysis**"). The 382 Analysis included a review of historical owner shifts for the period from January 1, 2024, through December 31, 2025, and concluded that the Debtor had not underwent an ownership change within the meaning of section 382 of the Internal Revenue Code within such period.

3. The Debtor commenced this chapter 11 case on January 23, 2026 (the "**Petition Date**"). On the same day, the Debtor filed a motion [Docket No. 8] (the "**NOL Motion**")[2] seeking entry of interim and final orders establishing, among other things, certain procedures (the "**Equity Transfer Procedures**") related to certain transfers of the Debtor's common stock (the "**Equity Securities**") as a means of protecting and preserving the value of the Debtor's Tax Attributes for the benefit of its estate and stakeholders.

4. On June 24, 2026, the Court entered an order [Docket No. 61] (the "**Interim NOL Order**") granting the relief requested in the NOL Motion on an interim basis. Pursuant to the Equity Transfer Procedures set forth in the Interim NOL Order, any person or entity who is or becomes a Substantial Equityholder[3] is required to file a notice setting forth the number of Equity

[2] Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the NOL Motion.

[3] A "**Substantial Equityholder**" is any person or entity that beneficially owns at least 18,651,201 Equity Securities (representing approximately 4.5% of the 414,471,132 issued and outstanding Equity Securities).

Securities held by the Substantial Equityholder and the date such Equity Securities were acquired. The Equity Transfer Procedures also require persons or entities to file notices prior to acquiring or disposing of Equity Securities if such transfer or disposition: (i) was made by a Substantial Equity Holder, or (ii) would cause the person or entity to become a Substantial Equity Holder. Any transfer or disposition made by a person or entity following the entry of the Interim NOL Order without following the Equity Transfer Procedures is void *ab initio*.

5. On July 8, 2026, Mr. Haussecker filed the Haussecker Substantial Holder Notice indicating that Mr. Haussecker acquired 20,013,947 of the Debtor's Equity Securities on or after the Petition Date (the "**Acquisition**") and, as a result of the Acquisition, Mr. Haussecker had become a Substantial Equityholder of the Debtor. Mr. Haussecker did not file a notice pursuant to the Equity Transfer Procedures prior to any of the transactions related to the Acquisition.

6. On July 9, 2026, Mr. Haussecker emailed the Haussecker Sale Notice to the Debtor's proposed counsel. The Haussecker Sale Notice explains that "[a]s of the date of this Notice, [Mr. Haussecker] beneficially owns 20,013,947 shares of common stock." The Haussecker Sale Notice indicates that Mr. Haussecker intends to sell, trade, or otherwise transfer up to 2,000,000 shares of the Equity Securities (the "**Proposed Disposition**").

RESERVATION OF RIGHTS

7. The Debtor and Mr. Haussecker have engaged in discussions regarding the Acquisition and Proposed Disposition, pursuant to which Mr. Haussecker shared certain information with the Debtor and made certain representations to the Debtor regarding his equityholder status and ownership of Equity Securities. The Debtor and its advisors have evaluated the Acquisition and Proposed Disposition in light of these representations and with consideration of other information obtained by the Debtor and its advisors.

8. At this time, and in reliance on the representations made by Mr. Haussecker, the Debtor does not object to the Proposed Disposition. Should any of the representations made by Mr. Haussecker later be determined to be untrue, or should other information become available to the Debtor, the Debtor reserves its rights to (a) enforce the terms of the Interim NOL Order (or any final order approving the relief requested by the NOL Motion), including by taking any further action, to the extent necessary, (b) object to the Acquisition, and (c) object to the Proposed Disposition including, without limitation and in each instance, to assert that (i) the Acquisition and/or Proposed Disposition are void *ab initio* as an interference with property of the Debtor's estate in violation of section 362 of the Bankruptcy Code and (ii) that the Acquisition and/or Proposed Disposition violate the Interim NOL Order (or any final order approving the relief requested by the NOL Motion).

9. The Debtor further reserves all rights to object to: (i) any other notice filed in connection with the Equity Transfer Procedures, whether filed by Mr. Haussecker or any other party or (ii) any transfers of Equity Securities in violation of such procedures and/or the automatic stay, whether conducted by Mr. Haussecker or any other party. The Debtor further reserves all rights to seek enforcement of section 362(a) of the Bankruptcy Code and/or any orders approving the NOL Motion against any party, and to take any other action to protect or preserve the value of the Debtor's Tax Attributes.

Dated: July 16, 2026
Wilmington, Delaware

Respectfully submitted,

/s/ Brendan J. Schlauch

Daniel J. DeFranceschi (No. 2732)
Amanda R. Steele (No. 5530)
Brendan J. Schlauch (No. 6115)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 N. King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
Email: defranceschi@rlf.com
steele@rlf.com
schlauch@rlf.com

-and-

Cullen D. Speckhart
Lauren A. Reichardt
Miriam Peguero Medrano
COOLEY LLP
55 Hudson Yards
New York, NY 10001-2157
Telephone: (212) 479-6000
Facsimile: (212) 479-6275
Email: cspeckhart@cooley.com
lreichardt@cooley.com
mpegueromedrano@cooley.com

-and-

Robert L. Eisenbach III
COOLEY LLP
3 Embarcadero Center, 20th Floor
San Francisco, CA 94111-4004
Telephone: (415) 693-2000
Email: reisenbach@cooley.com

Proposed Counsel for the Debtor and Debtor in Possession