Docket #0272 Date Filed: 08/07/2026

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
SANGAMO THERAPEUTICS, INC.,	Case No. 26-10989 (CTG)
Debtor.	Related D.I. 242 and 243

MOTION OF GENENTECH, INC., F. HOFFMANN-LA ROCHE LTD, AND HOFFMANN-LA ROCHE INC. FOR LEAVE TO FILE, UNDER SEAL, THEIR OBJECTION TO DEBTOR'S SALE MOTION AND NOTICE OF ELECTION PURSUANT TO 11 U.S.C. § 365(n)

Genentech, Inc. ("Genentech"), F. Hoffmann-La Roche Ltd, and Hoffmann-La Roche Inc. (collectively, "Roche," and together with Genentech, the "Objectors"), by and through their undersigned counsel, hereby submit this motion (the "Motion to Seal") for entry of an order, substantially in the form submitted herewith (the "Proposed Order"), granting the Objectors leave to file under seal the *Objection of Genentech, Inc., F. Hoffmann-La Roche Ltd, and Hoffmann-La Roche Inc. to Debtor's Motion for an Order (I) Approving the Sale of Certain Intellectual Property Assets Free and Clear of All Interests Pursuant to 11 U.S.C. §§ 363(b) and 363(f) and (II) Authorizing Rejection of Executory Contracts Pursuant to 11 U.S.C. § 365(a)* [Docket No. 242] (the "Objection") and the *Notice of Genentech, Inc., F. Hoffmann-La Roche Ltd, and Hoffmann-La Roche Inc. of Election to Retain Rights and Enforce Contractual Exclusivity with Respect to Intellectual Property Pursuant to 11 U.S.C. § 365(n)* [Docket No. 243] (the "Notice of Election," and together with the Objection, the "Sealed Documents"). In support of this Motion to Seal, the Objectors respectfully represent as follows:

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Jurisdiction and Venue

1. The United States Bankruptcy Court for the District of Delaware (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. The Objectors confirm their consent, pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), to the entry of a final order by the Court in connection with this Motion to Seal to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), and Local Rule 9018-1(d).

Background

4. On June 23, 2026 (the "Petition Date"), Sangamo Therapeutics, Inc. (the "Debtor") filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), commencing the above-captioned case.

5. Genentech and Roche are each parties to certain license agreements with the Debtor (collectively, the "License Agreements"). On August 4, 2026, the Objectors filed the Objection and the Notice of Election to preserve their rights under the License Agreements in connection with the Debtor's proposed sale of certain intellectual property assets to Eli Lilly and Company.

6. Because the Objection and the Notice of Election contain confidential information regarding the terms of the License Agreements, the Objectors filed the Sealed Documents entirely under seal. *See* Docket Nos. 242, 243.

7. On August 7, 2026, the Objectors filed redacted versions of the Sealed Documents on the docket [Docket No. 270 (redacted Objection); Docket No. 271 (redacted Notice of Election)].

Relief Requested

8. The Objectors respectfully request entry of the proposed order (the "Proposed Order") submitted herewith granting the Objectors leave to maintain under seal those portions of the Sealed Documents that contain confidential information regarding the License Agreements and authorizing the filing of redacted versions thereof on the public docket.

Basis for Relief

9. The Sealed Documents were filed under seal because they contain specific details about the Objectors' licenses with Sangamo regarding the underlying intellectual property and the obligations of each party pursuant to the licenses. The materials also contain details about, among other items, the governing law for each license and details about the royalty payments. This information is commercially sensitive and confidential, and its public disclosure could cause competitive harm to the Objectors.

10. The Objectors reserve their rights to challenge any designation of information as confidential to the extent necessary.

11. Pursuant to Local Rule 9018-1(d), the undersigned hereby certifies that counsel for the Objectors conferred in good faith with counsel for the Debtor regarding the sealing of confidential information contained in the Sealed Documents. Specifically, counsel for the

Objectors and counsel for the Debtor discussed by telephone and through email correspondence the need to file the Sealed Documents under seal and the scope of redactions to be applied to the publicly filed versions thereof.

12. The Objectors and the Debtor conferred and agreed to the filing of redacted versions of the Sealed Documents on the public docket.

Notice

13. The Objectors have provided notice of this Motion to Seal to the following parties or their respective counsel: (a) the Debtor; (b) counsel to any statutory committee appointed in this case; and (c) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Objectors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

14. No prior request for the relief sought in this Motion to Seal has been made to this Court or any other court.

WHEREFORE, the Objectors respectfully request that the Court enter the Proposed Order authorizing and permitting the Objectors to maintain the Sealed Documents under seal and to file redacted versions thereof on the public docket, and for such other and further relief as the Court deems just and proper.

Dated: August 7, 2026

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IN THE UNITED STATES BANKRUPTCY COURT
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In re:	Chapter 11
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ORDER GRANTING MOTION OF GENENTECH, INC., F. HOFFMANN-LA ROCHE LTD, AND HOFFMANN-LA ROCHE INC. FOR LEAVE TO FILE, UNDER SEAL, THEIR OBJECTION TO DEBTOR'S SALE MOTION AND NOTICE OF ELECTION PURSUANT TO 11 U.S.C. § 365(n)

Upon the *Motion of Genentech, Inc., F. Hoffmann-La Roche Ltd, and Hoffmann-La Roche Inc. for Leave to File, Under Seal, Their Objection to Debtor's Sale Motion and Notice of Election Pursuant to 11 U.S.C. § 365(n)* (the "Motion to Seal"); and the Court having reviewed the Motion to Seal; and the Court having found that it has jurisdiction to consider the Motion to Seal under 28 U.S.C. §§ 157 and 1334; and having found that this is a core proceeding under 28 U.S.C. § 157(b)(2); and having found that notice of the Motion to Seal was proper and sufficient under the circumstances, and that no other or further notice is required; and the Court having determined that the legal and factual bases set forth in the Motion to Seal establish just cause for the relief granted herein;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion to Seal is granted.

2. The Objectors are authorized to maintain under seal those portions of the Sealed Documents that contain confidential information regarding the License Agreements and to file redacted versions thereof on the public docket pursuant to Local Rule 9018-1(d).

3. This Court shall retain jurisdiction with respect to all matters arising from and related to the implementation of this Order.