JW (Cayman) Therapeutics Co. Ltd
藥明巨諾（開曼）有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2126)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED DECEMBER 31, 2024

The board (the "**Board**") of directors (the "**Directors**") of JW (Cayman) Therapeutics Co. Ltd (the "**Company**") is pleased to announce the audited condensed consolidated results of the Company and its subsidiaries (collectively, the "**Group**", "**we**" or "**us**") for the year ended December 31, 2024 (the "**Reporting Period**") together with the comparative figures for the year ended December 31, 2023.

ANNUAL RESULTS HIGHLIGHTS

Financial Highlights

IFRS Measure:

- **Revenue** was RMB158.2 million for the year ended December 31, 2024, representing a decrease of 9.0% from RMB173.9 million for the year ended December 31, 2023. This decrease was primarily attributable to the execution of the Group's optimization strategies in relation to its commercial initiatives, coupled with the pursuit of organization effectiveness program of its commercial personnel, in the second half of 2024, and the intrinsic value derived from these strategies has yet to be reflected in the revenue. We expect to experience a renewed increase in revenue from sales of Carteyva® in the coming period, which has a superior product profile that could bring breakthrough value to patients, and additional indications are expected to be approved.

- **Gross profit** was RMB77.3 million for the year ended December 31, 2024, representing a decrease of 12.4% from RMB88.2 million for the year ended December 31, 2023. Gross profit margin of sales was 48.9% for the year ended December 31, 2024, representing a decrease from 50.7% for the year ended December 31, 2023. This decrease was primarily attributable to the increasing price from imported raw material and the decreased revenue generated from the sales of Carteyva®.

- **Selling expenses** amounted to RMB140.4 million for the year ended December 31, 2024, representing an increase of 24.0% compared to RMB113.2 million for the year ended December 31, 2023. This increase was primarily attributable to the increase in business promotion fees, which rose from RMB48.4 million in 2023 to RMB97.2 million in 2024, resulting from our exploration of various commercialization approaches in 2024. While some of the approaches in 2024 proved less aligned with the Company's needs and incurred certain costs, the broader initiative to explore diverse approaches has significantly enhanced our understanding of the market landscape. We are confident that it will serve as a valuable foundation for propelling our future business.

- **General and administrative expenses** amounted to RMB120.1 million for the year ended December 31, 2024, representing a decrease of 14.2% from RMB140.0 million for the year ended December 31, 2023, primarily attributable to a decrease in office expenses and professional service fees.

- **Research and development ("R&D") expenses** amounted to RMB283.0 million for the year ended December 31, 2024, representing a decrease of 31.6% from RMB413.6 million for the year ended December 31, 2023. This decrease was primarily attributable to: (i) a decrease of employee benefit expenses from RMB173.8 million in 2023 to RMB114.3 million in 2024 as a result of optimization of the Group's R&D workforce; and (ii) a decrease in expenses relating to R&D materials and testing and clinical fees which was in line with R&D study progress.

- **Other gains and losses** amounted to RMB147.6 million for the year ended December 31, 2024, as compared to RMB219.2 million for the year ended December 31, 2023. The decrease was in part attributable to a decrease of 27.0% in the impairment of license to RMB132.3 million in 2024, compared with RMB181.2 million in 2023, which reflected the decreased risk for JWATM204/214, as Eureka started phase II study in the United States in 2024. The impairment of license was mainly related to product JWATM204/214 and JWCAR129 based on an adjustment noted in the valuation report prepared by an independent valuer, which took into account a variety of factors including the level of complexity of R&D pathways, the time and resources that might be required in advancing in-depth analysis with clinical data, and the overall R&D investment efforts required to work toward commercialization. The Company estimates that these factors may eventually result in an increase in the level of R&D efforts and other resources required and may affect the possibility of success, gross margin and pre-tax discount rate, which gave rise to a decline in the recoverable amount of the cash generating unit and caused the recognition of impairment loss. In addition, it was also attributable to a decrease of approximately RMB21.7 million

in net foreign exchange losses due to milder weakening of the Renminbi ("**RMB**") against the U.S. dollar ("**USD**") and the HK dollar ("**HKD**") in 2024 compared with 2023. Net foreign exchange losses mainly arose from the unrealized foreign exchange loss as a result of the continuous weakening of RMB against USD and HKD when exchanging from the transactional currency (RMB) to the functional currencies (USD and HKD) for our offshore companies within the Group.

- **Loss for the year** was RMB590.6 million for the year ended December 31, 2024, as compared to RMB768.0 million for the year ended December 31, 2023. The decrease was primarily attributable to: (i) decreased general and administrative expenses primarily due to a decrease in office expenses and professional service fees; (ii) decreased R&D expenses primarily attributable to the reduction of employee benefit expenses and expenses relating to R&D materials and testing and clinical fees; (iii) decreased net foreign exchange losses due to milder weakening of RMB against USD and HKD in 2024 compared with 2023; and (iv) the decreased provision for the impairment of license related to product JWATM204/214 and JWCAR129 based on an adjustment noted in the valuation report prepared by an independent valuer, which took into account a variety of factors including the level of complexity of R&D pathways, the time and resources that might be required in advancing in-depth analysis with clinical data, and the overall R&D investment efforts required to work toward commercialization. The Company estimates that these factors may eventually result in an increase in the level of R&D efforts and other resources required and may affect the possibility of success, gross margin and pre-tax discount rate, which gave rise to a decline in the recoverable amount of the cash generating unit and caused the recognition of impairment loss. The effect of the factors mentioned above were partially offset by (i) decreased revenue and gross profit generated from sales of Carteyva®; and (ii) increased selling expenses resulting from the increase in business promotion fees.

- **Bank balances and cash** amounted to RMB757.4 million as at December 31, 2024, representing a net cash outflow of RMB248.5 million for the year ended December 31, 2024 compared to RMB1,005.9 million for the year ended December 31, 2023.

Non-IFRS Measure:

Adjusted loss[1] was RMB405.5 million for the year ended December 31, 2024, representing a decrease of RMB109.0 million from RMB514.5 million for the year ended December 31, 2023. The decrease was primarily due to: (i) decreased general and administrative expenses primarily due to a decrease in office expenses and professional service fees; and (ii) decreased R&D expenses primarily attributable to the reduction of employee benefit expenses and expenses relating to R&D materials and testing and clinical fees.

BUSINESS HIGHLIGHTS

For the year ended December 31, 2024, as an independent, innovative biotechnology company focused on developing, manufacturing and commercializing cell immunotherapy products, we have made significant further progress in our business, achieved important milestones, and comprehensively enhanced operation efficiency, such as the stable gross profit margin, expanded marketing initiatives with efficient control on selling expenses, streamlined organization and reduced net cash outflow. Our lead product, Carteyva®, continued to make progress in its commercialization. Additionally, our outstanding clinical development and operational capabilities led to the National Medical Products Administration of China ("**NMPA**") approval of our investigational new drug ("**IND**") application relating to Carteyva® as a second-line therapy for transplant-ineligible patients with r/r LBCL, and we have commenced patient enrollment in the related clinical trial. The NMPA further approved our supplemental New Drug Application ("**sNDA**") relating to Carteyva® as a treatment for patients with r/r mantle cell lymphoma ("**MCL**"). Carteyva® is the first cell therapy product approved in China for the treatment of patients with r/r MCL. Moreover, we have made significant progress in developing innovative products with global commercialization potential.

Since the beginning of 2024, we have achieved the following significant milestones in our business:

Commercialization

- We continued to execute our cost reduction plans in 2024, which enabled us to further reduce manufacturing cost of sales per batch and to maintain a relatively stable gross profit margin of 48.9% in the year ended December 31, 2024.

[1] Adjusted loss for the period is not a financial measure defined under IFRS. It represents the loss for the period excluding the effect of the following non-cash items: (a) share-based compensation expenses; (b)impairment of license; and (c) net foreign exchange losses. For the calculation and reconciliation of this non-IFRS measure, please refer to "Management Discussion and Analysis — Financial Review — 11. Non-IFRS Measure" in this announcement.

- As of December 31, 2024, Carteyva® has been listed in more than 80 commercial insurance products and 102 local governmental complementary medical insurance programs.

- We enhanced our commercialization strategy with a streamlined organization to drive our sales revenue.

Research and Development

Hematologic malignancies

- With respect to our phase II registrational clinical trial for Carteyva® as a second-line therapy for transplant-ineligible patients with r/r LBCL, we completed patient enrollment in the second half of 2024. The NMPA had granted Breakthrough Therapy Designation to Carteyva® for this indication, the primary endpoint was met, and we plan to submit an NDA application in the first half of 2025.

- In January 2024, the NMPA accepted our sNDA relating to Carteyva® as a treatment for adult patients with r/r MCL. Previously the NMPA granted Breakthrough Therapy Designation and Priority Review to Carteyva® for this indication. In August 2024, the NMPA approved our sNDA relating to Carteyva® for the treatment of adult patients with r/r MCL after two or more lines of systemic therapy including bruton tyrosine kinase inhibitors ("**BTKi**"). We plan to publish related clinical study data by the end of 2025.

- In the second half of 2024, we announced the commencement of a first in human investigator-initiated trial ("**IIT**") study relating to JWCAR201 (dual CAR-T), focusing on hematologic malignancies and patient enrollment in this study is currently ongoing.

Autoimmune diseases

- With respect to the ongoing IIT relating to relma-cel as a treatment for systemic lupus erythematosus ("**SLE**"), initial trial data were reported at the 2024 European Alliance of Associations for Rheumatology Congress.

- Based on the promising preliminary results of the IIT study, we commenced a phase I clinical trial of relma-cel as a treatment for SLE in May 2024. By the end of 2024, the patient enrollment was nearly completed.

- In late 2024, we announced the commencement of a first-in-human IIT study relating to JWCAR201 (dual CAR-T), focusing on autoimmune diseases, and patient enrollment of this study is currently ongoing.

Solid tumors

- In the first half of 2024, we commenced clinical development of cell therapy products directed to melanoma-associated antigen A4 ("**MAGE-A4**") and Delta-like canonical Notch ligand 3 ("**DLL3**"), based on the rights that we in-licensed from 2seventy bio, Inc. ("**2seventy bio**") and Juno Therapeutics Inc. ("**Juno**"), respectively, in the second half of 2022. 2seventy bio's oncology and autoimmune research and development programs were subsequently acquired by Regeneron Pharmaceuticals Inc. ("**Regeneron**"). With the scientific expertise of Regeneron and Juno in cell therapy, we anticipate that the combination with the Company's own expertise will enable us to further advance our R&D capabilities.

Discovery and Early Research

Our early research and development efforts focus on innovative pipeline products, leveraging our established infrastructure and expertise. The Company aims to expand internationally without regional restrictions. The new pipeline targets hematological cancers, solid tumors and autoimmune diseases, with "Armor" elements designed in-house to enhance the CAR therapies' efficacy and durability. One of our first in-house developed products will be a dual targeting autologous CAR T-cell therapy designed for B-cell malignancies and autoimmune diseases, which is expected to have a broader range of effectiveness, increased signaling threshold, and significantly reduced risk of relapse due to antigen downregulation or loss that is commonly observed in hematological cancers. Another two new CAR products for solid tumor indications are engineered for global commercialization. In addition, we are exploring innovative approaches to simplify the manufacturing process through non-viral methods and off-the-shelf CAR products. This strategic approach aims to deliver potent therapies to patients efficiently while managing costs.

Manufacturing

- We continued to maintain the manufacturing success rate of 98% for Carteyva®, close to the level that we obtained in our LBCL registrational clinical trial.

- We continued to implement our cost reduction plans in 2024, which include procurement of important raw materials from domestic suppliers. As of December 31, 2024, we continued to source materials from domestic suppliers with high quality and lower costs, and going forward we aim to source additional raw materials from reputable domestic suppliers.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Overview

The Company is an independent, innovative biotechnology company focused on developing, manufacturing and commercializing cell immunotherapy products. Since our founding in 2016, we have built an integrated platform for product development in cell immunotherapy, as well as a product pipeline covering hematologic malignancies, solid tumors and autoimmune diseases. We are committed to bringing breakthrough and quality cell immunotherapy products and the hope of a cure to patients in China and beyond, and to leading the healthy and standardized development of China's cell immunotherapy industry.

We are an early entrant into the field of cell-based immunotherapy in China. Cell-based immunotherapies, including CAR-T treatments, are an innovative treatment method that uses human immune cells to fight cancer, representing a paradigm shift in cancer treatment. Our lead product, Carteyva®, is an autologous anti-CD19 CAR-T cell immunotherapy product independently developed by us based on a CAR-T cell process platform of Juno (a Bristol Myers Squibb company). Carteyva® has been approved by the NMPA for three indications, including the treatment of adult patients with r/r LBCL after two or more lines of systemic therapy, the treatment of adult patients with r/r FL in which a relapse occurs within 24 months of second-line or higher systemic treatment, and the treatment of adult patients with r/r MCL after two or more lines of systemic therapy including BTKi. Carteyva® is the first CAR-T product approved as a Category 1 biologics product in China, and currently it is the only CAR-T product in China that has been simultaneously included in the National Significant New Drug Development Program and granted priority review and breakthrough therapy designations.

Sales of CAR-T products in China remained relatively stable in 2024, as compared to 2023. Given the unmet medical needs that can be effectively addressed by CAR-T therapies, the market for CAR-T therapies in China is expected to experience strong growth through 2030, according to Frost & Sullivan. We believe that we are well-positioned to take advantage of this growing market, based on the best-in-class potential of our anti-CD19 CAR-T product profile; our robust and differentiated cell therapy pipeline covering hematological cancers, solid tumors and autoimmune diseases; our fully integrated cell therapy development platform; our leading commercial manufacturing infrastructure and supply chain; and our seasoned management and strong support from the shareholders of the Company (the "**Shareholders**"). In 2024 we made significant progress on the development of Carteyva® for the treatment of hematological malignancies, progressed development of our products for the treatment of solid tumors, and advanced relma-cel as a potential treatment for SLE, an autoimmune disease widely prevalent in China.

Commercialization

Sales of Carteyva® achieved remained broadly stable versus 2023 despite facing the challenging external environment.

In the second half of 2024, our commercial team has undergone adjustments in both personnel and structure. Currently we have a robust commercial team to commercialize Carteyva® across China. Our commercial team is established with strong commercialization capabilities, including sales, marketing, market access innovative payment and CAR-T consultants.

In order to build a patient centric treatment model, we conducted training for each hospital to help physicians and nurses to gain a comprehensive understanding about Carteyva® and the entire process from prescription to infusion. Furthermore, we conducted a systematic evaluation of hospitals to ensure the administration of CAR-T products meet our standards.

To improve affordability, we have leveraged the development of China's multi-layer medical insurance system by listing Carteyva® in more local governmental complementary medical insurance programs and health insurance products. As of December 31, 2024, Carteyva® has been listed in more than 80 commercial insurance products and 102 local governmental complementary medical insurance programs. We will continue to expand commercial insurance coverage and explore more innovative payment solutions with the goal of improving affordability for patients who are eligible to be treated with Carteyva®.

We have made further progress on implementation of the manufacturing cost reduction strategies that we established in 2020, which consist of the following elements: (i) near-term (1–2 years)-realize significant cost reduction by implementing technologies and procedures that optimize the use of raw materials; (ii) mid-term (2–3 years)-realize further cost reduction by replacing imported materials with domestic supplies; and (iii) long-term (3–5 years)-implement new technologies for process improvement and key materials utilization and thereby further reduce raw material and labor costs, and potentially shorten production cycle time. We successfully completed our near-term cost reduction plans in 2022, and we commenced our mid-term cost reduction plans in 2022, which enabled us to procure important raw materials from domestic suppliers. As of December 31, 2024, we have commenced sourcing key materials from domestic suppliers, and going forward we plan to source additional raw materials from domestic suppliers. We continue optimizing our manufacturing operations to improve efficiency and exploring new technologies for process improvement or new process platforms.

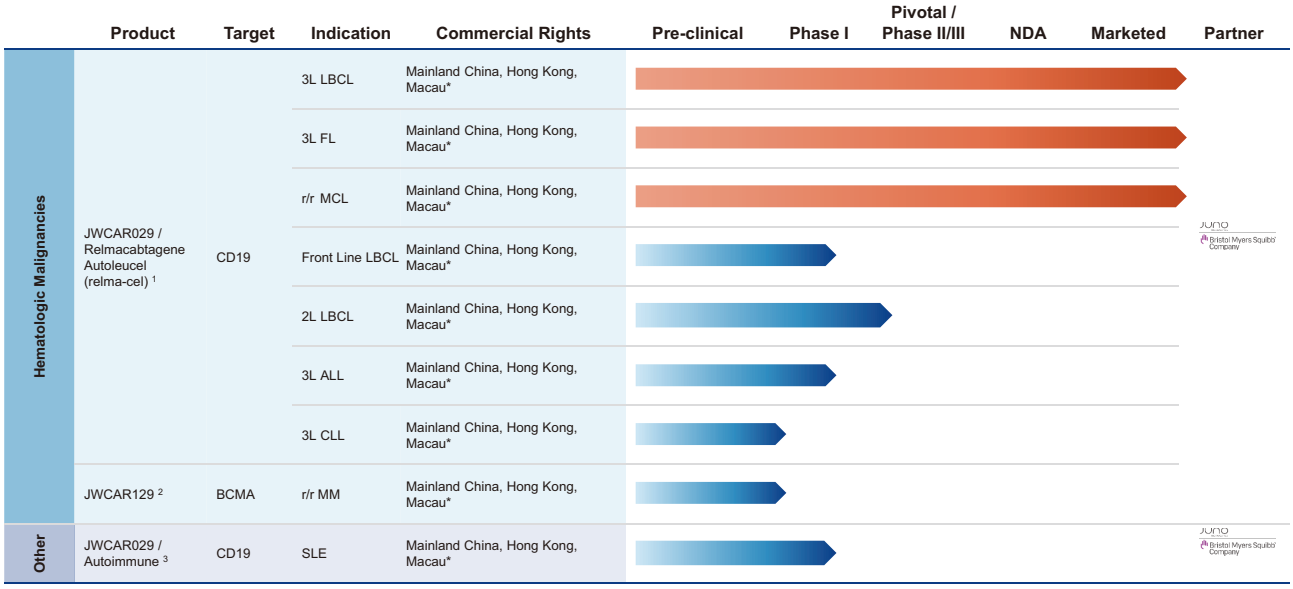
We continue to collaborate with stakeholders in the medical industry to establish best practices and industry standards for CAR-T therapies and enhance the administration and monitoring processes of CAR-T therapies to improve patient outcomes. Given the proven efficacy of Carteyva®, high unmet medical needs of r/r NHL patients and expanded coverage under the multi-layer medical care system in China, together with our strategy and strong commercialization ability, we are confident that Carteyva® is well positioned to benefit more patients in the medium and long run.

Our Product Pipeline

We have developed a robust and differentiated cell-based immunotherapy pipeline, with a risk-balanced approach that has shown clear benefit in the field of cell therapies for hematological cancers and provides an opportunity to expand into the nascent field of cell therapies for solid tumors and autoimmune diseases. Our product pipeline features a mix of product candidates targeting both proven and novel tumor antigens. In 2024, we made significant progress on the development of Carteyva® for the treatment of hematological malignancies, expanded our portfolio of products for the treatment of solid tumors, and advanced relma-cel as a potential treatment for SLE, a widely prevalent autoimmune disease. With respect to hematological malignancies, our sNDA relating to Carteyva® as a treatment for adult patients with r/r MCL was accepted by NMPA at the beginning of 2024. Previously the NMPA granted Breakthrough Therapy Designation and Priority Review to Carteyva® for this indication. In August 2024, the NMPA approved our sNDA relating to Carteyva® for the treatment of adult patients with r/r MCL after two or more lines of systemic therapy including BTKi. In addition, in 2024 we completed patient enrollment in our clinical trial of Carteyva® as a second-line treatment for 2L LBCL. With respect to solid tumors, we commenced clinical development of cell therapy products directed to MAGE-A4 and DLL3. Moreover, in 2024, we initiated the IND study of relma-cel as a treatment for patients with moderately or severely active SLE, expanding our potential range into the treatment of autoimmune diseases. We believe that the Company may be able to secure a first-mover or early-mover advantage in a highly promising market through development of these therapies.

We are also developing our other product in the pipeline and progressing into the clinical stage. JWCAR201 is a dual targeting autologous CAR T-cell therapy designed for B-cell malignancies and autoimmune diseases. In the first half of 2024, we announced the commencement of an IIT relating to JWCAR201, and we continued patient enrollment through 2024. We are also continuing the development of relma-cel for treatment of acute lymphoblastic leukemia (ALL) and chronic lymphocytic leukemia (CLL) and exploring its further clinical potential.

The following chart summarizes the current development status of our products and product candidates that are intended for treatment of hematologic malignancies and autoimmune diseases:



Abbreviations: LBCL = large B-cell lymphoma; FL = follicular lymphoma; MCL = mantle cell lymphoma; ALL = acute lymphoblastic leukemia; CLL = chronic lymphocytic leukemia; MM = multiple myeloma; NHL = non-Hodgkin lymphoma; SLE = systemic lupus erythematosus.

* Mainland China, Hong Kong and Macau refer to Mainland China, Hong Kong (China) and Macau (China), respectively.

1. Relma-cel is based on the same chimeric antigen receptor ("**CAR**") construct as the product lisocabtagene maraleucel (Breyanzi or lisocabtagene or liso-cel) of Juno, which was approved by the U.S. Food and Drug Administration ("**FDA**") in February 2021.

2. JWCAR129 is based on the same CAR construct as Juno's product orvacabtagene autoleucel (orva-cel).

3. SLE is a chronic autoimmune disease characterized by the production of autoantibodies and abnormal B-lymphocyte function.

Hematologic Malignancies

Our Core Product Candidate — Carteyva® (relma-cel, R&D code: JWCAR029)

Carteyva®, our lead product, has the potential to be a CAR-T therapy with superior efficacy and safety profile. It targets an antigen called CD19, which is expressed in a broad range of hematological cancers. Lymphomas are hematological cancers involving lymphocytes of the immune system, and LBCL and FL are types of non-Hodgkin's lymphoma ("**NHL**") that affect B-cells within the immune system. In addition to marketing Carteyva® as a third-line treatment for LBCL, r/r FL and r/r MCL, we are also exploring the further clinical potential for Carteyva® by developing relma-cel as a frontline and second-line treatment for LBCL.

Carteyva® is based on a CAR construct that we have in-licensed from Juno for Mainland China, Hong Kong and Macau[2]. Juno's biologics license application for its product based on that same CAR construct ("**Breyanzi**" or "**lisocabtagene**" or "**liso-cel**") was approved by the U.S. FDA for third-line LBCL in February 2021 and for second-line LBCL that is r/r within 12 months of frontline therapy in June 2022.

Third-line LBCL

On September 1, 2021, the NMPA approved our NDA for Carteyva® as a treatment for adult patients with r/r LBCL after two or more lines of systemic therapy. Carteyva® is the first CAR-T product approved as a Category 1 biologics product in China, and the sixth approved CAR-T product globally.

Carteyva®'s potential to be a best-in-class CAR-T therapy is based on its superior safety profile and competitive efficacy. Our Phase II registrational clinical trial of Carteyva® as a third-line treatment for LBCL demonstrated efficacy results of best overall response rate ("**ORR**") of 77.6% and best complete response rate ("**CRR**") of 53.5%. In the same trial, severe cytokine release syndrome ("**sCRS**") was observed in 5.1% of treated patients, severe neurotoxicity ("**sNT**") was observed in 3.4% of treated patients, and no treatment-related deaths were reported. In addition, the overall survival ("**OS**") rate was 69.3% after two years and 66.7% after four years, and there were no new safety signals. We reported two years of follow-up results at the Annual Meeting of the American Society of Hematology held in San Diego, California in December 2023. We also reported four years of follow-up results at the Annual Meeting of American Society of Clinical Oncology for 2024.

[2] Mainland China, Hong Kong and Macau refer to Mainland China, Hong Kong (China) and Macau (China), respectively.

Second-line LBCL

In January 2023, we submitted a new IND application for Carteyva® as second-line therapy for transplant-ineligible patients with r/r LBCL. The design is similar to the PILOT study evaluating Breyanzi, on the basis of which the U.S. FDA has approved Breyanzi for second-line treatment of transplant-ineligible patients. The NMPA approved our IND application in March 2023. We enrolled the first patient into this trial in November 2023, and completed patient enrollment in the second half of 2024. The NMPA granted Breakthrough Therapy Designation to Carteyva® for this indication, the primary endpoint of the study was met, and we plan to submit NDA application in the first half of 2025.

Frontline LBCL

In March 2023, we announced the commencement of an IIT relating to Carteyva® as a first-line treatment for patients with high risk LBCL, and the first patient infusion was completed. Recent reports have suggested that anti-CD19 CAR-T therapy may be beneficial to individuals who have not fully responded to early frontline therapy. As a result and given Carteyva®'s low frequency of severe toxicity to date, we expect to continue enrolling frontline patients with LBCL for our Phase I IIT. In the planned study, these patients who receive two cycles of conventional frontline therapy with R-CHOP[3] and do not achieve a complete response will then be enrolled and receive a single infusion of Carteyva® at a dose of 100 million cells.

These trial data, if favorable, may then be used to design and conduct an expanded Phase I trial of LBCL patients without prior chemotherapy or a larger registrational trial in frontline LBCL similar to the approach described for the initial IIT in the frontline setting. The trial is on-going, we intend to continue enrolling patients for establishing the primary safety and efficacy profile, and we currently expect to report these trial data in the second half of 2024. The patients enrollment was completed in 2024. We intend to continue follow-up for establishing the primary safety and efficacy profile.

Third-line FL

With respect to Carteyva® as a third-line treatment for adult patients with r/r FL, the NMPA granted Breakthrough Therapy Designation in September 2020, accepted our sNDA in February 2022 and approved our sNDA in October 2022. Carteyva® has thus become the first CAR-T product approved for treatment of r/r FL in China.

[3] R-CHOP is a cancer drug combination to treat NHL. It includes rituximab, cyclophosphamide, anthracycline, vincristine and corticosteroid.

The NMPA's approval of our sNDA relating to Carteyva® as a third-line treatment for adult patients with r/r FL was based on the 6-months clinical results from cohort B of a single-arm, multi-center pivotal study (the "**RELIANCE**" study) on Carteyva® in adult patients with r/r B cell non-Hodgkin lymphoma in China. The 3-months data had been presented at the 63rd Annual Meeting of the American Society of Hematology in December 2021. The cohort B results of the RELIANCE study showed that Carteyva® demonstrated high rates of durable disease response (ORR=100.0%, CRR=85.2% at month 3; ORR=92.6%, CRR=77.8% at month 6) and controllable CAR-T associated toxicities in patients with r/r FL.

In December 2022, we reported cohort B clinical response of this pivotal Phase II RELIANCE study on efficacy and safety of Carteyva® in adults with r/r FL in China at the 64th Annual Meeting of the American Society of Hematology. As of the data cut-off date of December 17, 2021, based on 28 patients who had been treated with Carteyva® with 11.7 months of median follow-up, Carteyva® demonstrated remarkable clinical responses, achieving high rates of CRR and ORR (best ORR and best CRR were 100.0% and 92.6% respectively) and a manageable safety profile — only one patient experienced grade 3 or above NT, and no patient experienced grade 3 or above CRS. We are continuing the RELIANCE study, and we currently plan to publish 2 years of follow-up data in 2025.

r/r MCL

We have completed enrollment in a registrational trial in China to evaluate Carteyva® as a treatment for MCL patients who previously received chemotherapy, anti-CD20 agent and Bruton tyrosine kinase inhibitors ("**BTKi**"). This is a Phase II, open-label, single-arm, multicenter study which aims to assess the efficacy and safety of Carteyva® in adults with r/r MCL in China. The study enrolled a total of 59 r/r MCL patients who were r/r to second-line or above treatments. Prior therapies must include an anti-CD20 monoclonal antibody, anthracycline- or bendamustine-containing chemotherapy, and BTKi therapy. We plan to follow up on long-term survival for these patients. In August 2024, the NMPA approved our sNDA relating to Carteyva® for the treatment of adult patients with r/r MCL after two or more lines of systemic therapy including BTKi, and Carteyva® is the first cell therapy product approved in China for the treatment of patients with r/r MCL. The NMPA had granted Breakthrough Therapy Designation to Carteyva® for this purpose in April 2022, as well as priority review in December 2023.

At the 65th Annual Meeting of the American Society of Hematology in December 2023, we reported preliminary safety and efficacy data for our study of Carteyva® as a treatment for MCL. As of the data cut-off of October 25, 2023, a total of 59 participants had been treated with Carteyva®, Carteyva® demonstrated remarkable clinical responses, achieving high rates of CRR and ORR (3 months best ORR 81.36%, 3 months best CRR 67.80%). The safety assessment showed that, in 59 participants who received Carteyva®, the incidence of severe (grade≥3) CRS was 6.78% and the incidence of severe (grade≥3) NT was 6.78%.

Autoimmune Diseases

Systemic Lupus Erythematosus ("SLE")

SLE is a chronic autoimmune disease characterized by the production of autoantibodies and abnormal B-lymphocyte function. Prevalence of SLE in China mainland is about 30/100,000 or around 270,000 cases patient-year[4], 40% of SLE patients develop organ damage in the first year, and 50% of patients develop irreversible organ damage within five years of onset. Current standards of care are neither effective nor safe, which addresses the big unmet medical needs.

B Cell Depletion Therapy ("**BCDT**") has now become one of the main novel therapy candidates targeted at SLE.

CD19 is widely expressed at all differentiation stages from pre-B cells to plasma cells. Hence, CD19-targeted CAR-T cells may target and deplete B cells or plasma cells that are directly responsible for autoantibody production. Compared with antibodies, CAR-T cell therapy could retain potency over time and rapidly lead to lasting remission. We estimate that at least 15,000 patients are CAR-T eligible in the targeted setting with high treatment willingness.

We received NMPA approval of our IND application relating to relma-cel as a treatment for SLE in April 2023, to evaluate the safety, tolerability, and pharmacokinetic profile of relma-cel in Chinese patients with moderately or severely active SLE, and we completed patient enrollment by the end of 2024. We have already demonstrated successful manufacture of CAR-T cells for SLE patients in both IIT/IND study and observed a well-managed safety profile, significant improvement of clinical symptoms as well as complete depletion of B-cells.

We believe that the Company may be able to secure a first-mover or early-mover advantage in the highly promising market for treatment of SLE in China through development of such therapy.

[4] Rees F, Doherty M, Grainge MJ, et al. The Worldwide Incidence and Prevalence of Systemic Lupus Erythematosus: A Systematic Review of Epidemiological Studies. Rheumatology. 2017; 56(11): 1945–1961. Applied 30 cases/100,000 and assuming 900 million as China adult population in 2017.

Solid Tumors

The following chart summarizes the current development status of our product candidates that are intended for treatment of solid tumors:

	Product	Target	Indication	Commercial Rights	Pre-clinical	Phase I	Pivotal / Phase II/III	NDA	Marketed	Partner
Solid Tumors	JWATM204 [1]	GPC3	HCC	Mainland China, Hong Kong, Macau, Taiwan, and member countries of ASEAN*						EUREKA
	JWATM214 [2]	GPC3	HCC	Mainland China, Hong Kong, Macau, Taiwan, and member countries of ASEAN*						Lyell EUREKA
	JWATM203 [1]	AFP	HCC	Mainland China, Hong Kong, Macau, Taiwan, and member countries of ASEAN*						EUREKA
	JWATM213	AFP	HCC	Mainland China, Hong Kong, Macau, Taiwan, and member countries of ASEAN*						Lyell EUREKA
	JWTCR001	MAGE-A4	various solid tumors	Mainland China, Hong Kong, Macau						2seventybio
	JWCAR031	DLL3	SCLC	Mainland China, Hong Kong, Macau						Bristol Myers Squibb

Abbreviations: HCC = hepatocellular carcinoma; NSCLC = non-small cell lung cancer; AFP = alpha-fetoprotein; GPC3 = glypican-3; r/r = relapsed or refractory; HAS = hepatoid adenocarcinoma of the stomach; MAGE-A4 = melanoma associated antigen A4; DLL3 = Delta-like ligand 3.

* Mainland China, Hong Kong, Macau and Taiwan refer to Mainland China, Hong Kong (China), Macau (China) and Taiwan (China), respectively.

1. JWATM204 is in a Phase I investigator-initiated trial in China. Eureka's products based on the CAR constructs underlying JWATM203 and JWATM204 are currently in Phase I/II trials in the US conducted by Eureka under an IND application. In November 2021, the FDA granted Fast Track Designation to Eureka's counterpart to JWATM203 for the treatment of hepatoblastoma ("**HB**") and hepatocellular carcinoma ("**HCC**") in pediatric patients, as well as "rare pediatric disease designation" for the treatment of HB. In February 2022, the FDA granted Orphan Drug Designation to Eureka's counterparts to JWATM203 and JWATM204.

2. Developing using Lyell technology.

JWTCR001

JWTCR001 is a specific cell therapy product directed to MAGE-A4 (including any mutations, fragments, modifications or derivatives of the engineered TCR binding MAGE-A4). MAGE-A4 is a highly prevalent antigen in a wide variety of malignant tumors, including non-small cell lung cancer, melanoma, bladder, head and neck, gastroesophageal and ovarian cancers, and thus an ideal target indication for TCR-T therapy. We have utilized the CTBR12 TGF-beta ("**FLIP**") receptor technique developed by Regeneron, which potentially increases efficacy. Early phase clinical trials[5] have previously demonstrated that TCR-T cell therapies targeting MAGE-A4 can have meaningful clinical efficacy for treatment of MAGE-A4-expressing solid tumors. The biological license application ("**BLA**") for treatment of synovia sarcoma was accepted by the U.S. FDA on January 31, 2024, and priority review has been granted.

In October 2022, we established a strategic alliance with 2seventy bio to develop and commercialize a cell therapy product directed to MAGE-A4 (including any mutations, fragments, modifications or derivatives of the engineered binding element for MAGE-A4) in oncology indications. 2seventy bio's oncology and autoimmune research and development programs were acquired by Regeneron in 2024, and such acquisition has not had any impact on the progress of our collaboration. The agreement is focused on the technologies and know-how possessed by Regeneron and also includes future prospects for the development and commercialization of the product in Greater China based on addressable patient population and unmet medical needs. With Regeneron's support, we believe that the Company may be able to secure a first-mover or early-mover advantage in a highly promising market through development of such a therapy. We have established our manufacturing process for a product directed to MAGE-A4 in anticipation of commencement of an IIT, and patient enrollment in this IIT was initiated in the first quarter of 2024.

Cautionary Statement required by Rule 18A.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"): We cannot guarantee that we will be able to successfully develop or ultimately market Carteyva® in indications beyond the current NMPA-approved label, or to successfully develop or ultimately market our other pipeline products. Shareholders and potential investors of the Company are advised to exercise due care when dealing in the shares of the Company.

[5] Adaptimmune's Surpass and Spearhead trials, as reported at the European Society for Medical Oncology (2022).

Discovery and Pre-clinical Research

Our early research and development efforts are focused on engineering innovative pipeline products that make the most of our infrastructure and expertise. Following the successful registration and commercialization of our personalized anti-CD19 CAR product in China, we have established an efficient framework for collecting, manufacturing, and delivering autologous CAR therapies to patients in need. Building on this success, our early research aims to further leverage this framework by developing new autologous products with enhanced features and expanding their commercialization to international markets without regional restrictions. With global commercialization envisioned, we intend to engineer our new pipeline products in a way that will maximize their values to us.

Our new pipeline products will primarily focus on addressing unmet needs for hematological cancers, solid tumors and autoimmune diseases, with an aim to overcome key challenges and limitations in this field. Alongside developing new products, by means of early research, we also invest substantial effort into strengthening our existing pipeline through process modifications and incorporation of additional components. These products will incorporate additional "Armor" elements that are designed in-house to enhance the anti-cancer function of CAR therapies. By combining these Armor elements with the CAR products, we aim to prolong the duration of therapy in patients and make it less responsive to suppressive signals produced by tumors, so as to achieve better outcomes in patients.

Furthermore, all of these new products will benefit from our next-generation product processing method, which has been internally developed to accelerate manufacturing, reduce costs and maintain the product in an optimal state compared to conventional methods.

One of our first in-house developed products will be a dual targeting autologous CAR T-cell therapy designed for B-cell malignancies and autoimmune diseases. By incorporating dual targeting, this product is expected to have a broader range of effectiveness, increase the signaling threshold, and significantly reduce the risk of relapse due to antigen downregulation or loss, commonly observed in hematological cancers. Additionally, we plan to equip this product with enhancing Armored elements to improve performance and shield it from suppressive factors produced by the tumor's defense systems. Our next-generation processing techniques will be deployed to manufacture this product, aiming to deliver a more potent, rapid and cost effective therapy. The CAR product for autoimmune diseases was delivered to the clinic in third quarter of 2024 while the enhanced CAR product for B-cell malignancies is currently expected to be delivered to the clinic by third quarter of 2025. Both of these products are intended for commercialization both within and outside China.

In addition, we are developing two new CAR products for solid tumor indications. Both products are engineered for global commercialization and are expected to be delivered to the clinic in 2025. Both of these products express enhancing Armored elements and take advantage of our next generation cellular processes, designed to increase product potency and reduce manufacturing cost and time.

The following chart summarizes the current development status of our potential new products:

Indication	Target	Commercial Rights	Pre-clinical	IIT
Autoimmune diseases	Dual Targeting	Worldwide		Initiated in Q4 2024
B-cell malignancies	Dual Targeting	Worldwide		Initiated in Q3 2024
Solid tumor 1	To be announced	Worldwide		Expected in Q3 2025
Solid tumor 2	To be announced	Worldwide		Expected in Q3 2025

Lastly, we are exploring innovative approaches to simplify the manufacturing process. We are investigating the feasibility of non-viral methods that involve genomic editing and off-the-shelf CAR products for various indications. These approaches may potentially expedite the delivery of therapies to patients and reduce overall production costs.

Manufacturing

In June 2020, we received a production license from Jiangsu Province authorities for our new commercial manufacturing facility in Suzhou. This facility provides approximately 10,000 square meters for commercial and clinical manufacturing in compliance with Good Manufacturing Practice ("**GMP**") and Quality Management System ("**QMS**") standards.

With current regulatory approval, we can meet manufacturing needs for both commercial and clinical supplies and have maintained a high manufacturing success rate of 98% since our LBCL registration clinical trial. After initial product launch, we have gained multiple approvals for manufacturing capacity expansion in the fourth quarter of 2022 and the first quarter of 2023.

As a critical material, sustainable lentiviral vector supply is necessary to ensure our final product manufacturing and supply. We continuously invest resources in establishing our own capability in vector development and manufacturing. We have developed a platform process and successfully manufactured vectors to support clinical programs. Furthermore, we are establishing vector capability for commercial product.

Future and Development

Our vision is becoming an innovation leader in cell immunotherapy, we intend to focus on pursuing the following strategies to achieve that vision:

- Continue to drive full scale commercialization of Carteyva®.

- Solidify our leadership in hematology by continuing to develop Carteyva® for earlier lines of treatment and additional indications, as well as further expanding clinical development for autoimmune diseases.

- Leverage our integrated cell therapy platform to expand into the solid tumor market.

- Continuously enhance our manufacturing capability and implement cost reduction plan through innovation and scale.

- Grow our business through in-licensing opportunities, partnerships and selective acquisitions, as well as in-house R&D.

FINANCIAL REVIEW

Year Ended December 31, 2024 Compared to Year Ended December 31, 2023

IFRS Measure:

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Revenue	**158,218**	173,856
Cost of sales	**(80,902)**	(85,637)
Gross profit	**77,316**	88,219
Other income	**6,873**	8,249
Other gains and losses	**(147,554)**	(219,215)
Selling expenses	**(140,413)**	(113,196)
General and administrative expenses	**(120,068)**	(140,048)
Research and development expenses	**(282,989)**	(413,616)
Finance income	**28,431**	34,026
Finance costs	**(12,220)**	(12,415)
Finance costs — net	**16,211**	21,611
Loss before tax	**(590,624)**	(767,996)
Income tax expense	**—**	—
Loss for the year	**(590,624)**	(767,996)
Other comprehensive income (expense)		
Items that will not be reclassified to profit or loss:		
Exchange differences on translation from functional currency to presentation currency	**39,627**	86,460
Items that may be reclassified subsequently to profit or loss:		
Exchange differences arising on translation of foreign operations	**(1,388)**	(23,902)
Other comprehensive income for the year	**38,239**	62,558
Total comprehensive expense for the year	**(552,385)**	(705,438)
LOSS PER SHARE		
— Basic and diluted *(RMB)*	**(1.43)**	(1.87)

1. Revenue

Revenue was RMB158.2 million for the year ended December 31, 2024, as compared to RMB173.9 million for the year ended December 31, 2023. Revenue was recognized at the point of infusion. This decrease was primarily attributable to the execution of the Group's optimization strategies in relation to its commercial initiatives, coupled with the pursuit of organization effectiveness program of its commercial personnel, in the second half of 2024, and the intrinsic value derived from these strategies has yet to be reflected in revenue. We expect to experience a renewed increase in revenue from sales of Carteyva® in the coming period, which has a superior product profile that could bring breakthrough value to patients, and additional indications are expected to be approved.

The following table sets forth a breakdown of revenue from our product for the years indicated:

	Year ended December 31,			
	2024		2023	
	RMB'000	***%***	*RMB'000*	*%*
	(Audited)		(Audited)	
Carteyva®	**158,218**	**100.0**	173,856	100.0
Total revenue	**158,218**	**100.0**	173,856	100.0

2. Cost of Sales

Cost of sales was RMB80.9 million for the year ended December 31, 2024, as compared to RMB85.6 million for the year ended December 31, 2023. Cost of sales primarily consists of raw material costs, staff costs, depreciation and amortization, manufacturing overhead and others.

The following table sets forth a breakdown of cost of sales by product for the years indicated:

	Year ended December 31,			
	2024		2023	
	RMB'000	***%***	*RMB'000*	*%*
	(Audited)		(Audited)	
Carteyva®	**80,902**	**100.0**	85,637	100.0
Total cost of sales	**80,902**	**100.0**	85,637	100.0

3. Gross Profit and Gross Profit Margin

Gross profit represents revenue minus cost of sales. Gross profit margin represents gross profit as a percentage of revenue.

Gross profit was RMB77.3 million and gross profit margin was 48.9% for the year ended December 31, 2024, compared to RMB88.2 million and 50.7%, respectively, for the year ended December 31, 2023.

4. Selling Expenses

The following table provides a breakdown of selling expenses for the years ended December 31, 2023 and 2024.

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Employee benefit expenses	**35,467**	55,296
Business promotion fees	**97,178**	48,394
Professional service fees	**4,331**	4,650
Office expenses	**2,902**	3,684
Others	**535**	1,172
Selling expenses	**140,413**	113,196

The selling expenses increased from RMB113.2 million for the year ended December 31, 2023, to RMB140.4 million for the year ended December 31, 2024. This increase was primarily attributable to the increase in business promotion fees, which rose from RMB48.4 million in 2023 to RMB97.2 million in 2024, resulting from our exploration of various commercialization approaches in 2024. While some of the approaches in 2024 proved less aligned with the Company's needs and incurred certain costs, the broader initiative to explore diverse approaches has significantly enhanced our understanding of the market landscape.

5. General and Administrative Expenses

The following table provides a breakdown of general and administrative expenses for the years ended December 31, 2023 and 2024.

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Employee benefit expenses	**69,287**	68,053
Professional service fees	**20,956**	35,327
Depreciation and amortization	**10,564**	12,144
Office expenses	**9,638**	12,267
Auditor's remuneration	**3,525**	3,466
Others	**6,098**	8,791
General and Administrative Expenses	**120,068**	140,048

General and administrative expenses decreased from RMB140.0 million for the year ended December 31, 2023 to RMB120.1 million for the year ended December 31, 2024. The decrease was primarily attributable to a decrease in office expenses and professional service fees.

6. Research and Development Expenses

The following table provides a breakdown of R&D expenses for the years ended December 31, 2023 and 2024.

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Employee benefit expenses	**114,250**	173,798
R&D materials	**36,697**	75,457
Testing and clinical fees	**59,559**	75,777
Depreciation and amortization	**53,616**	62,711
Office expenses	**12,154**	16,751
Others	**6,713**	9,122
Research and development expenses	**282,989**	413,616

The R&D expenses decreased from RMB413.6 million for the year ended December 31, 2023 to RMB283.0 million for the year ended December 31, 2024. This decrease was primarily attributable to: (i) a decrease of employee benefit expenses from RMB173.8 million in 2023 to RMB114.3 million in 2024 as a result of optimization of the Group's R&D workforce and the consequential reduction of compensation costs; and (ii) a decrease in expenses relating to R&D materials and testing and clinical fees which was in line with R&D study progress.

7. Other Income

Other income amounted to RMB6.9 million for the year ended December 31, 2024, as compared to RMB8.2 million for the year ended December 31, 2023. Other income in both years was mainly related to government grants.

8. Other Gains and Losses

The following table provides a breakdown of other gains and losses for the years ended December 31, 2023 and 2024.

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Impairment of license	**132,258**	181,208
Net foreign exchange losses	**15,597**	37,324
Gain on early termination of leases	**(52)**	—
Loss on disposal of property, plant and equipment	**—**	929
Others	**(249)**	(246)
Other gains and losses	**147,554**	219,215

Other gains and losses decreased from RMB219.2 million for the year ended December 31, 2023 to RMB147.6 million for the year ended December 31, 2024. This decrease was in part attributable to a decrease of 27.0% in the impairment of license of RMB132.3 million in 2024, compared with RMB181.2 million in 2023, which reflected the decreased risk for JWATM204/214, as Eureka started phase II study in US in 2024. The impairment of license was related to product JWATM204/214 and JWCAR129 based on an adjustment noted in the valuation report prepared by an independent valuer, which took into account a variety of factors including the level of complexity of R&D pathways, the time and resources that might be required in advancing in-depth analysis with clinical data, and the overall R&D investment efforts required to work toward commercialization. The Company estimates that these factors may eventually result in an increase in the level of R&D efforts and other resources required and may affect the possibility of success, gross margin and pre-tax discount rate, which gave rise to a decline in the recoverable amount of the cash generating unit and caused the recognition of impairment loss. In addition, it was also attributable to a decrease of approximately RMB21.7 million in net foreign exchange losses due to milder weakening of RMB against USD and HKD in 2024 compared with 2023. Net foreign exchange losses mainly arose from the unrealized foreign exchange loss as a result of the continuous weakening of RMB against USD and HKD when exchanging from the transactional currency (RMB) to the functional currencies (USD and HKD) for our offshore companies within the Group.

9. Income Tax Expense

For the years ended December 31, 2023 and 2024, we did not incur any income tax expense, as we did not generate taxable income in either year.

10. Loss for the Year

As a result of the above items, loss for the year was RMB590.6 million for the year ended December 31, 2024, compared to RMB768.0 million for the year ended December 31, 2023. The decrease was primarily attributable to: (i) decreased general and administrative expenses primarily due to a decrease in office expenses and professional service fees; (ii) decreased R&D expenses primarily attributable to the reduction of employee benefit expenses and expenses relating to R&D materials and testing and clinical fees; (iii) decreased net foreign exchange losses due to milder weakening of RMB against USD and HKD in 2024 compared with 2023; and (iv) the decreased provision for the impairment of license related to product JWATM204/214 and JWCAR129 based on an adjustment noted in the valuation report prepared by an independent valuer, which took into account a variety of factors including the level of complexity of R&D pathways, the time and resources that might be required in advancing in-depth analysis with clinical data, and the overall R&D investment efforts required to work toward commercialization. The Company estimates that these factors may eventually result in an increase in the level of R&D efforts and other resources required and may affect the possibility of success, gross margin and pre-tax discount rate, which gave rise to a decline in the recoverable amount of the cash generating unit and caused the recognition of impairment loss. The effect of the factors mentioned above were partially offset by (i) decreased revenue and gross profit generated from sales of Carteyva®; and (ii) increased selling expenses resulting from the increase in business promotion fees.

11. Non-IFRS Measure

To supplement the Group's consolidated financial statements, which are presented in accordance with IFRS, we also use adjusted loss for the year as an additional financial measure, which is not required by, or presented in accordance with IFRS. We believe that these adjusted measures provide useful information to Shareholders and potential investors in understanding and evaluating our consolidated results of operations in the same manner as they help our management.

Adjusted loss was RMB405.5 million for the year ended December 31, 2024, representing a decrease of RMB109.0 million from RMB514.5 million for the year ended December 31, 2023. The decrease was primarily due to: (i) decreased general and administrative expenses primarily due to a decrease in office expenses and professional service fees; and (ii) decreased R&D expenses primarily attributable to the reduction of employee benefit expenses and expenses relating to R&D materials and testing and clinical fees.

Adjusted loss for the year represents the loss for the year excluding the effect of certain non-cash items and one-time events, namely share-based compensation expenses, impairment of license and net foreign exchange losses. The term adjusted loss for the year is not defined under IFRS. The use of this non-IFRS measure has limitations as an analytical tool, and you should not consider it in isolation from, or as substitute for analysis of, our results of operations or financial condition as reported under IFRS. Our presentation of this adjusted figure may not be comparable to similarly titled measures presented by other companies. However, we believe that this non-IFRS measure reflects our core operating results by eliminating potential impacts of items that our management do not consider to be indicative of our core operating performance, and thus, facilitate comparisons of core operating performance from period to period and company to company to the extent applicable. The table below sets forth a reconciliation of loss to adjusted loss for the years indicated:

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Loss for the year	**(590,624)**	(767,996)
Added:		
Share-based compensation expenses	**37,309**	34,965
Impairment of license	**132,258**	181,208
Net foreign exchange losses	**15,597**	37,324
Adjusted loss for the year (Non-IFRS)	**(405,460)**	(514,499)

Selected Data from Statement of Financial Position

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
	(Audited)	(Audited)
Total current assets	**808,673**	1,067,484
Total non-current assets	**871,691**	1,078,613
Total assets	**1,680,364**	2,146,097
Total current liabilities	**465,054**	264,469
Total non-current liabilities	**46,145**	197,790
Total liabilities	**511,199**	462,259
Net current assets	**343,619**	803,015

12. Liquidity and Sources of Funding and Borrowing

As at December 31, 2024, current assets amounted to RMB808.7 million, including bank balances and cash of RMB757.4 million and other current assets of RMB51.3 million. As at the same date, current liabilities amounted to RMB465.1 million, primarily including trade and other payables of RMB70.5 million, borrowings of RMB361.6 million and contract liability of RMB16.2 million.

In 2024, we strictly controlled our cash expenditures and actively diversified and expanded our financing channels to provide financial assurance for our future development. As at December 31, 2024 we have unsecured bank borrowings in the amount of RMB381.1 million.

As at December 31, 2024, bank balances and cash were RMB757.4 million, representing a net cash outflow of RMB248.5 million compared to RMB1,005.9 million as at December 31, 2023. The cash outflow was primarily due to payments of research and development expenses, general and administrative expenses, selling expenses and capital expenditure for long term assets.

During the year, the Group was unable to comply with the covenants in respect of bank loans with a carrying amount of RMB79.5 million and RMB42 million respectively as at December 31, 2024. The Directors immediately commenced renegotiation of the terms of the loans with the relevant banks and as at December 31, 2024, the negotiations have not been completed and the lenders are still considering whether to waive their right to demand immediate payment, therefore the loans have been classified as current liabilities.

As at the date of this announcement, the negotiations are still in progress and the Directors are confident that their negotiations with the lender will ultimately reach a successful conclusion. In any event, should the lender call for immediate repayment of the loan, the Directors believe that adequate alternative sources of finance are readily available to ensure that there will be no material adverse effect to the continuing operations of the Group.

13. Key Financial Ratios

The following table sets forth the key financial ratios of the Group as at the dates indicated:

	As at December 31, 2024	As at December 31, 2023
Current ratio[(1)]	**1.7**	4.0
Ratio of total liabilities to total assets[(2)]	**0.3**	0.2
Gearing ratio[(3)]	**N/A[(4)]**	N/A[(4)]

(1) Current ratio equals current assets divided by current liabilities as of the date indicated.

(2) Ratio of total liabilities to total assets equals total liabilities divided by total assets as of the date indicated.

(3) Gearing ratio is calculated using interest-bearing borrowings less bank balances and cash divided by total equity and multiplied by 100%.

(4) Gearing ratio is not applicable as our interest-bearing borrowings less bank balances and cash was negative.

14. Material Investments

We did not make any material investments during the year ended December 31, 2024.

15. Material Acquisitions and Disposals

We did not engage in any material acquisitions or disposals during the year ended December 31, 2024.

16. Pledge of Assets

As at December 31, 2024, the Group had no pledge of assets.

17. Contingent Liabilities

As at December 31, 2024, we did not have any material contingent liabilities.

18. Foreign Exchange Exposure

The Group mainly operated in Mainland China and a majority of its transactions were settled in RMB. We have financed our business principally through equity financings and the Global Offering with related proceeds denominated in USD ultimately. We converted a portion of those USD proceeds to RMB, with the remaining amounts reserved for additional conversions to RMB as needed. With the continuous appreciation of USD against the RMB, holding USD assets will enhance the purchasing power of the Group.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the Reporting Period. Differences arising on settlement or translation of monetary items are recognized in profit or loss. During the year ended December 31, 2024, foreign exchange risk arose from the assets and liabilities denominated in RMB which is different from the functional currencies of the Company due to the weakening of RMB against USD and HKD in 2024. The management seeks to limit our exposure to foreign currency risk by closely monitoring and minimizing its net foreign currency position. During the Reporting Period, the Group did not enter into any currency hedging transactions.

19. Employees and Remuneration

As at December 31, 2024, we had 281 employees representing a decrease of 29.4% from 398 employees as of December 31, 2023. The following table sets forth the total number of employees by function as at December 31, 2024:

	Number of Employees	% of total
Manufacturing operations	116	41.3%
MAH quality assurance	9	3.2%
Research and development	71	25.3%
Commercial	49	17.4%
Support functions and business development	36	12.8%
Total	281	100.0%

The total remuneration cost (including Directors' emoluments) incurred by the Group for the year ended December 31, 2024 was RMB227.7 million, as compared to RMB323.6 million for the year ended December 31, 2023.

The remuneration of the employees of the Group comprises salaries, bonuses, employees provident fund and social security contributions, other welfare payments and share-based compensation expenses. In accordance with applicable Chinese laws, the Group has made contributions to social security insurance funds (including pension plans, medical insurance, work-related injury insurance, unemployment insurance and maternity insurance) and housing funds for the Group's employees.

The Company has also adopted the Pre-IPO Incentivization Scheme, the Restricted Share Unit Schemes, the Post-IPO Incentivization Scheme and the Post-IPO Restricted Share Unit Scheme. Please refer to the section headed "Share Incentivization Schemes" in the 2024 annual report to be published by the Company for further details.

EVENTS AFTER THE REPORTING PERIOD

There have been no significant events since the end of the Reporting Period.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2024

		Year ended December 31,	
		2024	2023
	NOTES	***RMB'000***	*RMB'000*
Revenue	*4*	**158,218**	173,856
Cost of sales		**(80,902)**	(85,637)
Gross profit		**77,316**	88,219
Other income	*6*	**6,873**	8,249
Other gains and losses	*7*	**(147,554)**	(219,215)
Selling expenses		**(140,413)**	(113,196)
General and administrative expenses		**(120,068)**	(140,048)
Research and development expenses		**(282,989)**	(413,616)
Finance income		**28,431**	34,026
Finance costs		**(12,220)**	(12,415)
Finance costs — net		**16,211**	21,611
Loss before tax	*5*	**(590,624)**	(767,996)
Income tax expense	*8*	**—**	—
Loss for the year		**(590,624)**	(767,996)
Other comprehensive income (expense)			
Items that will not be reclassified to profit or loss:			
Exchange differences on translation from functional currency to presentation currency		**39,627**	86,460
Items that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of foreign operations		**(1,388)**	(23,902)
Other comprehensive income for the year		**38,239**	62,558
Total comprehensive expense for the year		**(552,385)**	(705,438)
LOSS PER SHARE			
— Basic and diluted *(RMB)*	*9*	**(1.43)**	(1.87)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS OF DECEMBER 31, 2024

		As at December 31,	
		2024	2023
	NOTES	***RMB'000***	*RMB'000*
Non-Current Assets			
Property, plant and equipment		**232,392**	285,331
Right-of-use assets		**41,488**	55,800
Intangible assets	*11*	**582,966**	711,215
Prepayment for license		**7,189**	7,083
Other non-current assets		**7,656**	19,184
		871,691	1,078,613
Current Assets			
Inventories	*12*	**31,257**	34,778
Other receivables and prepayments		**7,233**	16,869
Other current assets		**12,808**	9,928
Bank balances and cash		**757,375**	1,005,909
		808,673	1,067,484
Current Liabilities			
Trade and other payables	*13*	**70,481**	109,085
Borrowings	*14*	**361,634**	105,000
Lease liabilities		**14,625**	16,005
Contract liabilities		**16,207**	30,424
Other current liabilities		**2,107**	3,955
		465,054	264,469
Net Current Assets		**343,619**	803,015
Total Assets Less Current Liabilities		**1,215,310**	1,881,628

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)

AS OF DECEMBER 31, 2024

		As at December 31,	
		2024	2023
	NOTES	***RMB'000***	*RMB'000*
Capital and Reserves			
Share capital		**27**	27
Reserves		**6,725,096**	6,649,145
Accumulated losses		**(5,555,958)**	(4,965,334)
Total Equity		**1,169,165**	1,683,838
Non-Current Liabilities			
Borrowings	*14*	**19,500**	157,500
Lease liabilities		**26,645**	40,290
		46,145	197,790
		1,215,310	1,881,628

NOTES:

1 General Information

JW (Cayman) Therapeutics Co. Ltd (the "**Company**") was incorporated in the Cayman Islands, with its registered office situate at the offices of Maples Corporate Services Limited, PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands, on September 6, 2017 as an exempted company with limited liability.

The Company and its subsidiaries, hereinafter collectively referred to as the "Group" are primarily engaged in research and development ("**R&D**"), manufacturing, and marketing of cellular immunotherapy products in the People's Republic of China (the "**PRC**").

The Company's shares began to list on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on November 3, 2020 (the "**Listing**").

The consolidated financial statements are presented in Renminbi ("**RMB**"), which is different from the Company's functional currency of United States dollars ("**USD**").

2 Application of new and amendments to IFRS accounting standards ("IFRSs")

Amendments to IFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to IFRSs issued by the International Accounting Standards Board ("**IASB**") for the first time, which are mandatorily effective for the Group's annual period beginning on January 1, 2024 for the preparation of the consolidated financial statements:

Amendments to IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The application of the amendments to IFRSs in the current year has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

New and amendments to IFRSs in issue but not yet effective

The Group has not early applied the following new and amendments to IFRSs that have been issued but are not yet effective:

Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[3]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature - dependent Electricity[3]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]

Amendments to IFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards — Volume 11[3]
Amendments to IAS 21	Lack of Exchangeability[2]
IFRS 18	Presentation and Disclosure in Financial Statements[4]

1. Effective for annual periods beginning on or after a date to be determined.

2. Effective for annual periods beginning on or after January 1, 2025.

3. Effective for annual periods beginning on or after January 1, 2026.

4. Effective for annual periods beginning on or after January 1, 2027.

Except for the new IFRSs mentioned below, the directors of the Company anticipate that the application of these new and amendments to IFRSs will have no material impact on the Group's consolidated financial statements in the foreseeable future.

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 *Presentation and Disclosure in Financial Statements*, which sets out requirements on presentation and disclosures in financial statements, will replace IAS 1 *Presentation of Financial Statements*. This new IFRS Accounting Standard, while carrying forward many of the requirements in IAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some IAS 1 paragraphs have been moved to IAS 8 and IFRS 7. Minor amendments to IAS 7 *Statement of Cash Flows* and IAS 33 *Earnings per Share* are also made.

IFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after January 1, 2027, with early application permitted. The application of the new standard is expected to affect the presentation of the statement of profit or loss and disclosures, but have no material impact on the Group's financial position and performance.

3 Basis of preparation of consolidated financial statements and material accounting policy information

The consolidated financial statements have been prepared in accordance with IFRSs issued by IASB. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and by the Hong Kong Companies Ordinance.

4 Revenue

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Revenue from sales of autologous chimeric antigen receptor T-cell immunotherapy products — at point in time	**158,218**	**173,856**

5 Loss before tax

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Loss before tax has been arrived after charging:		
Directors' emoluments	**24,680**	22,833
Other staff costs		
Wages and salaries	**131,366**	207,380
Share-based compensation expenses	**23,644**	20,025
Other post-employment benefits	**34,870**	73,382
Termination benefits	**13,136**	—
Staff costs (including directors' emoluments)	**227,696**	323,620
Capitalised in inventories	**(8,664)**	(14,763)
	219,032	308,857
Depreciation of property, plant and equipment	**55,110**	65,782
Depreciation of right-of-use assets	**15,723**	16,316
Amortization of intangible assets	**18,830**	17,736
Total depreciation and amortization	**89,663**	99,834
Capitalised in inventories	**(12,419)**	(21,161)
	77,244	78,673
Auditors' remuneration		
— Audit service	**2,625**	2,862
— Non-audit service	**900**	604
Cost of inventories recognised as an expense		
— Cost of sales	**58,572**	63,564
— Research and development expenses	**36,697**	75,475

6 Other income

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Government grants — cost related *(Note)*	**5,988**	8,249
Others	**885**	—
Total	**6,873**	8,249

Note: The government grants and subsidies related to funding received to compensate for the Group's research and development expenses. Some of the grants received are related to future costs expected to be incurred and require the Group to comply with conditions attached to the grants and the government to acknowledge the compliance of these conditions. When the required conditions set by the government for such grants are met, the proportion of the qualified funds is recognized as "other income" and the remaining balance is recorded as "Trade and other payables — deferred income".

7 Other gains and losses

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Impairment loss recognised in respect of intangible assets	**(132,258)**	(181,208)
Net foreign exchange losses	**(15,597)**	(37,324)
Gain on early termination of leases	**52**	—
Loss on disposal of property, plant and equipment	**—**	(929)
Others	**249**	246
Total	**(147,554)**	(219,215)

8 Income tax expense

	Year ended December 31,	
	2024	2023
	RMB'000	*RMB'000*
Current income tax	**—**	—
Deferred income tax	**—**	—
Total	**—**	—

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.

The Company was incorporated in the Cayman Islands and is exempted from income tax.

No provision for Hong Kong Profits Tax has been made as the Group did not have any assessable income subjected to Hong Kong Profits Tax.

Entities in the State of Delaware are subject to Federal Tax at a rate of 21% and State of Delaware Profits Tax at a rate of 8.7%. Operations in the United States of America have incurred net accumulated operating losses for income tax purposes and no income tax provisions are recorded during the years ended December 31, 2024 and 2023.

Subsidiaries in Mainland China are subject to income tax at a rate of 25% pursuant to the Corporate Income Tax Law of the PRC and the respective regulations, with the exception of JW Shanghai obtained its High-Tech Enterprise status in year of 2022 and hence is entitled to a preferential tax rate of 15% for a three-year period commencing the year of 2022.

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

9 Loss per share

(a) Basic loss per share

Basic loss per share is calculated by dividing the loss of the Group attribute to owners of the Company by weighted average number of ordinary shares issued during the year.

	Year ended December 31,	
	2024	2023
Loss attributable to the ordinary equity holders of the Company *(RMB'000)*	**(590,624)**	(767,996)
Weighted average number of ordinary shares in issue *(in thousand)*	**413,634**	411,530

(b) Diluted loss per share

Diluted loss per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

For the years ended December 31, 2024 and 2023, the Company had one category of potential ordinary shares: the stock options granted to employees. As the Group incurred losses for the years ended December 31, 2024 and 2023, the potential ordinary shares were not included in the calculation of diluted loss per share as their inclusion would be anti-dilutive. Accordingly, diluted loss per share for the years ended December 31, 2024 and 2023 are the same as basic loss per share.

10 Dividend

No dividend was paid nor declared by the Company for the year ended December 31, 2024 (2023: nil).

11 Intangible assets

	Computer software *RMB'000*	**Licenses** *RMB'000*	**Construction in progress** *RMB'000*	**Total** *RMB'000*
COST				
At January 1, 2023	52,538	864,724	128	917,390
Additions	—	—	2,171	2,171
Transfer	2,258	—	(2,258)	—
Currency translation differences	—	14,663	—	14,663
At December 31, 2023	54,796	879,387	41	934,224
Additions	—	9,990	156	10,146
Transfer	138	—	(138)	—
Currency translation differences	—	13,197	—	13,197
At December 31, 2024	54,934	902,574	59	957,567

	Computer software	Licenses	Construction in progress	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
AMORTISATION AND IMPAIRMENT				
At January 1, 2023	8,316	15,390	—	23,706
Charge for the year	6,063	11,673	—	17,736
Impairment charge	—	181,208	—	181,208
Currency translation differences	—	359	—	359
At December 31, 2023	14,379	208,630	—	223,009
Charge for the year	5,993	12,837	—	18,830
Impairment charge	—	132,258	—	132,258
Currency translation differences	—	504	—	504
At December 31, 2024	20,372	354,229	—	374,601
CARRYING VALUES				
At December 31, 2024	34,562	548,345	59	582,966
At December 31, 2023	40,417	670,757	41	711,215

Notes:

(a) Licenses Recognition

Relma-cel licenses

In December 2017, the Group entered into License and Strategic Alliance Agreement ("**Relma-cel License**") with Juno Therapeutics, Inc. ("**Juno**") to develop and commercialize Relma-cel in Mainland China, Hong Kong and Macau.

The upfront payment of USD11,570,000 (equivalent to RMB75,601,000) was initially recognised as intangible assets in 2017. The milestone payments amounted to USD5,000,000 (equivalent to RMB32,462,000) capitalised in 2021 as the completion of clinical treatment of 100 patients. Subsequently, the reimbursement payments of USD150,000 (equivalent to RMB1,045,000) in 2022 and USD1,400,000 (equivalent to RMB9,990,000) in 2024 further recognised as intangible assets for the upstream milestone payments by Juno as the achievement of clinical trial initiation milestones and the payment obligation became unconditional.

As at December 31, 2024, the carrying amount of the Relma-cel License amounted to RMB89,490,000 (2023: RMB91,000,000) (which is net of the accumulated amortisation of RMB40,764,000 (2023: RMB27,422,000).

BCMA licenses

In April 2019, the Group entered into License Agreement — BCMA ("**BCMA License Agreement**") with Juno to develop and commercialize JWCAR129 in Mainland China, Hong Kong and Macau. The Group recognised the upfront payment amounted to USD9,140,000 (equivalent to RMB61,318,000) as intangible assets in year 2019.

Eureka licenses

In June 2020, the Group acquired the licenses in a business combination and recognised the licenses, which includes certain licenses under development and commercialization in Mainland China, Hong Kong, Macau, Taiwan and the member countries of Association of South East Asia Nation, at fair value on the acquisition date ("**Eureka Licenses**"). The Group recognised a total amount of USD95,300,000 (equivalent to RMB674,676,000) as intangible assets in year 2020.

2seventy licenses

In October 2022, the Group entered into the Collaboration Agreement with 2seventy bio, Inc. ("**2seventy**") for the development and commercialization of a cell therapy product directed to MAGE-A4 in Greater China. The Group provided 2seventy upfront payment in cash in an amount of USD3,000,000 (equivalent to RMB20,894,000) and recognised it as intangible assets.

As at December 31, 2024, BCMA license, Eureka licenses and 2seventy license with total carrying amount of RMB458,855,000 (2023: RMB579,757,000) were not yet ready for use.

Based on the result of above assessment, the Company made a provision for impairment of RMB14 million and RMB299 million on BCMA licenses and Eureka licenses as of December 31, 2024 (2023: RMB181 million on Eureka licenses). The recoverable amount is significantly above the carrying amount of 2seventy licenses. Management believes that any reasonably possible change in any of these assumptions would not result in impairment.

12 Inventories

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
Raw materials	**25,106**	24,297
Work in progress	**6,151**	9,785
Goods in transit	**—**	696
Total	**31,257**	34,778

13 Trade and other payables

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
Trade payables	**2,116**	3,269
Payables for purchase of services and R&D materials	**38,029**	50,403
Accrued expenses	**20,086**	21,873
Staff salaries and welfare payables	**6,742**	22,535
Value-added tax and payroll tax	**2,908**	6,622
Deferred income	**600**	1,000
Payables for purchase of property, plant and equipment	**—**	3,383
Total	**70,481**	109,085

The average credit period on purchases of goods and services of the Group is 30–60 days.

The following is an aged analysis of trade payables, presented based on earlier of the date of goods and services received and the demand note at the end of each reporting period:

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
0–30 days	**1,702**	1,630
31–60 days	**22**	1,400
61–90 days	**—**	90
91–120 days	**—**	12
121–365 days	**217**	137
Over 365 days	**175**	—
	2,116	3,269

14 Borrowings

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
At amortised cost:		
Unsecured bank borrowings	**381,134**	262,500
Fixed-rate borrowings	**193,634**	65,000
Variable-rate borrowings	**187,500**	197,500

The carrying amounts of the above borrowings are analysed based on contractual repayment date as follows:

	As at December 31,	
	2024	2023
	RMB'000	*RMB'000*
The carrying amounts of the borrowings are repayable:		
Within one year	**361,634**	105,000
Within a period of more than one year but not exceeding two years	**19,500**	36,000
Within a period of more than two years but not exceeding five years	**—**	79,000
Within a period of more than five years	**—**	42,500
	381,134	262,500
Less: Amounts due within 12 months shown under current liabilities	**361,634**	105,000
Amounts shown under non-current liabilities	**19,500**	157,500

During the year, the Group was unable to comply with the covenants in respect of bank loans with a carrying amount of RMB79.5 million and RMB42 million respectively as at December 31, 2024. The Directors immediately commenced renegotiation of the terms of the loans with the relevant banks and as at December 31, 2024, the negotiations have not been completed and the lenders are still considering whether to waive their right to demand immediate payment, therefore the loans have been classified as current liabilities.

Up to the date of approval for issuance of the consolidated financial statements, the negotiations are still in progress. The directors of the Company are confident that their negotiations with the lender will ultimately reach a successful conclusion. In any event, should the lender call for immediate repayment of the loan, the directors of the Company believe that adequate alternative sources of finance are available to ensure that there is no threat to the continuing operations of the Group.

USE OF NET PROCEEDS FROM LISTING

Our shares were listed on the main board of the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on November 3, 2020 (the "**Listing**"). The Group received net proceeds (after deducting the underwriting fees and related costs and expenses) from the issue of new shares by the Company in its Listing and the subsequent over-allotment option partially exercised by the Joint Global Coordinators (as defined in the prospectus of the Company dated October 22, 2020 (the "**Prospectus**")) of approximately HKD2,495.8 million.

The net proceeds (adjusted on a pro rata basis based on the actual net proceeds) (the "**Net Proceeds**") have been and will be utilized in accordance with the purposes set out in the announcement dated March 20, 2024, which the Board has resolved to change and revise the allocation of the Net Proceeds and the Unutilized Net Proceeds (as shown below), for details of the reasons for the change in use of Net Proceeds, please refer to the aforementioned announcement of the Company. As of December 31, 2024, unutilized net proceeds from the issue of new shares by the Company in its Listing (including the partial exercise of the over-allotment option by the Joint Global Coordinators) (the "**Unutilized Net Proceeds**") amounted to HKD403.76 million.

The table below sets out the planned applications of the net proceeds and actual usage up to December 31, 2024:

Intended Applications	Revised Amount of Net Proceeds *(HKD million)*	Revised Percentage of total Net Proceeds	Net Proceeds brought forward for the Reporting Period *(HKD million)*	Actual usage up to December 31, 2024 *(HKD million)*	Unutilized Net Proceeds as at December 31, 2024 *(HKD million)*
Research and development activities relating to treatment of hematologic malignancies (including treatment of first-line and second-line LBCL, r/r FL, MCL, ALL, and other programs initiated by the Company using relma-cel)	200.00	24.53%	200.00	187.00	13.00
Research and development activities relating to treatment of solid tumors (including treatment of various solid tumors targeting MAGE-A4 (including JWTCR001), treatment of SCLC and other programs initiated by the Company targeting DLL3 (including JWCAR031), and treatment of HCC and other programs initiated by the Company targeting GPC3 (including JWATM204/JWATM214))	100.00	12.77%	100.00	42.69	57.31
Research and development activities relating to treatment of autoimmune diseases (including treatment of SLE and other programs initiated by the Company using relma-cel)	240.00	29.44%	240.00	103.80	136.20
Potential collaborations, acquisitions and in-licensing opportunities (including potential future collaboration with Acepodia)	100.00	12.27%	100.00	—	100.00
Developing and upgrading technologies, manufacturing platform capabilities and developing new therapy areas	95.00	11.65%	95.00	—	95.00
Working capital and general corporate purposes	80.19	9.84%	80.19	77.94	2.25
Total	815.19	100.0%	815.19	411.43	403.76

The Unutilized Net Proceeds are expected to be utilized by the end of 2025.

FINAL DIVIDEND

The Board did not recommend the payment of a final dividend for the year ended December 31, 2024 (2023: nil).

OTHER INFORMATION

ANNUAL GENERAL MEETING AND CLOSURE OF THE REGISTER OF MEMBERS

The annual general meeting of the Company ("**AGM**") will be held on June 26, 2025. A notice convening the AGM is expected to be published and dispatched to the Shareholders in due course in accordance with the requirements of the Listing Rules.

The register of members of the Company will be closed from June 23, 2025 to June 26, 2025, both days inclusive, in order to determine the identity of the Shareholders who are entitled to attend the AGM, during which period no share transfers will be registered. To be eligible to attend the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on June 20, 2025.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the Shareholders and to enhance corporate value and accountability. The Company has adopted the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Listing Rules as its own code of corporate governance throughout the year ended December 31, 2024.

Except as expressly described below, the Company has complied with all applicable code provisions set out in Part 2 of the CG Code during the year ended December 31, 2024.

Separation of the Roles of the Chairman of the Board and Chief Executive Officer

Pursuant to code provision C.2.1 in Part 2 of the CG Code, the roles of the chairman of the Board (the "**Chairman**") and chief executive officer of the Company (the "**CEO**") should be separate and should not be performed by the same individual. Following the appointment of Mr. Min Liu ("**Mr. Liu**") as the CEO and an executive Director, Dr. Yiping James Li ("**Dr. Li**") remained as the interim Chairman to provide support and facilitate a smooth transition, resigned as the CEO and has been redesignated as a non-executive Director. Upon the aforesaid changes taking effect from July 31, 2024, the roles of Chairman and

CEO had been separately performed by Dr. Li and Mr. Liu, respectively. It follows that the Company had been in full compliance with code provision C.2.1 in Part 2 of the CG Code with effect from July 31, 2024 to March 13, 2025, on which Mr. Liu was appointed the Chairman following the stepping down of Dr. Li from his role as the Chairman. Upon Mr. Liu's appointment as the Chairman, Mr. Liu assumes the dual roles of the Chairman and the CEO. Notwithstanding what is provided under the code provision C.2.1 in Part 2 of the CG Code, the Board has confidence in vesting the roles of both the Chairman and the CEO in Mr. Liu and believes that this will ensure the Group has consistent leadership and could make and implement the business strategies of the Group more effectively. Therefore, the Board considers that the deviation from the code provision C.2.1 in Part 2 of the CG Code is appropriate in such circumstance. In addition, under the supervision of the Board which currently comprised of an executive Director, four non-executive Directors and three independent non-executive Directors, the Board is appropriately structured with balance of power to provide sufficient checks to protect the interests of the Company and its shareholders. The Board will continue to review and monitor its corporate governance practices to ensure compliance with the CG Code.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted its own code of conduct regarding securities transactions, namely the Code for Securities Transactions by Directors (the "**Securities Transactions Code**"), which applies to all directors of the Company on terms no less than the required standard indicated by the Model Code for Securities Transactions by Directors of Listed Issuers as set out in the Appendix C3 to the Listing Rules (the "**Model Code**").

Having made specific enquiries of all Directors, each of the Directors has confirmed that he or she has complied with the required standards as set out in the Securities Transactions Code for the year ended December 31, 2024.

PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries have purchased, redeemed or sold any of the Company's listed securities (including sale of treasury shares) for the year ended December 31, 2024. As at December 31, 2024, the Company did not hold any treasury shares as defined under the Listing Rules.

AUDIT COMMITTEE

The Board has established the audit committee (the "**Audit Committee**") which is currently chaired by an independent non-executive Director, Mr. Kin Cheong Kelvin Ho, and consists of another independent non-executive Director, Mr. Peng Kuan Chan, and one

non-executive Director, Ms. Xing Gao. The primary duties of the Audit Committee are to assist the Board by monitoring the Company's ongoing compliance with the applicable laws and regulations that governs its business operations, providing an independent view on the effectiveness of the Company's internal control policies, financial management processes and risk management systems.

The Audit Committee had, together with the management and external auditor of the Company, reviewed the accounting principles and policies adopted by the Group and the consolidated financial statements for the year ended December 31, 2024.

SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended December 31, 2024 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the audited consolidated financial statements of the Group for the year as approved by the Board of Directors on March 27, 2025. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

PUBLICATION OF THE ANNUAL RESULTS AND 2024 ANNUAL REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This annual results announcement is published on the websites of the Stock Exchange (**www.hkexnews.hk**) and the Company (**www.jwtherapeutics.com**), and the 2024 annual report containing all the information required by the Listing Rules will be dispatched to the Shareholders and published on the respective websites of the Stock Exchange and the Company in due course.

By order of the Board
JW (Cayman) Therapeutics Co. Ltd
藥明巨諾（開曼）有限公司*
Min Liu
Chairman

Shanghai, PRC, March 27, 2025

As of the date of this announcement, the Board comprises Mr. Min Liu as Chairman and executive Director, Dr. Yiping James Li, Ms. Xing Gao, Dr. Sungwon Song and Dr. Cheng Liu as non-executive Directors, and Mr. Kin Cheong Kelvin Ho, Dr. Debra Yu and Mr. Peng Kuan Chan as independent non-executive Directors.

* *For identification purpose only*