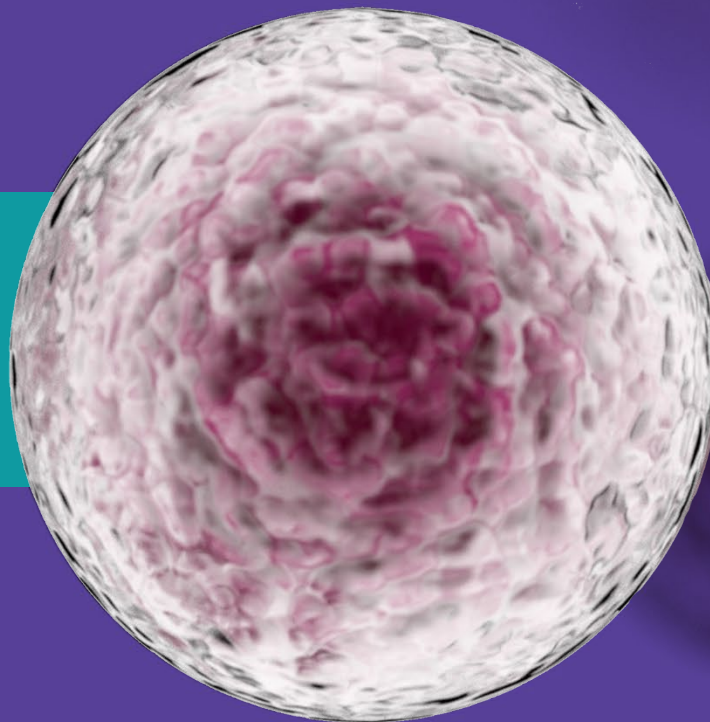




celularity



THE NEXT EVOLUTION IN CELLULAR MEDICINE

June 2022

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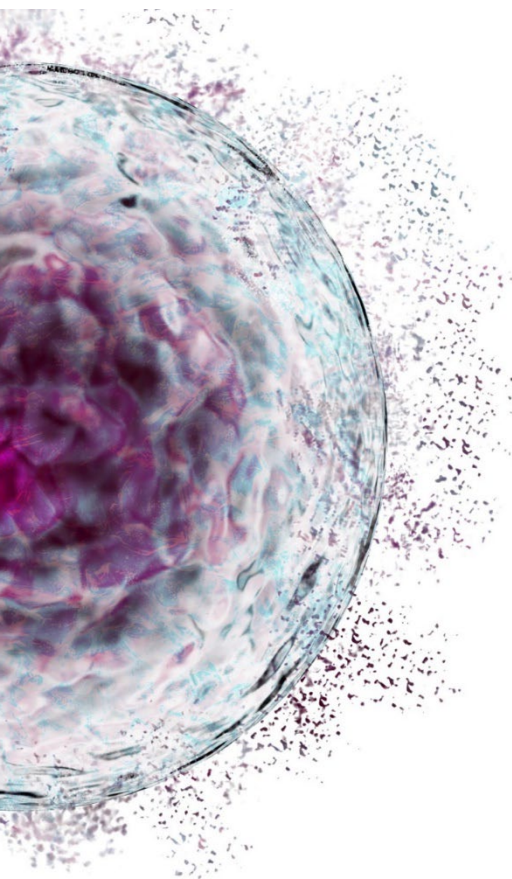
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To deliver innovative off-the-shelf allogeneic cellular medicines for patients with high unmet need at unparalleled scale, quality and cost.



Lead the evolution in placental-derived therapeutics:

advance the discovery of the placenta as a limitless, renewable source of neonatal cells, which are biologically preferred to cells from adult bone marrow or peripheral blood.

Target large markets with high unmet need:

broad therapeutic application including cancer, infectious, and degenerative diseases.

Develop safe and effective therapies:

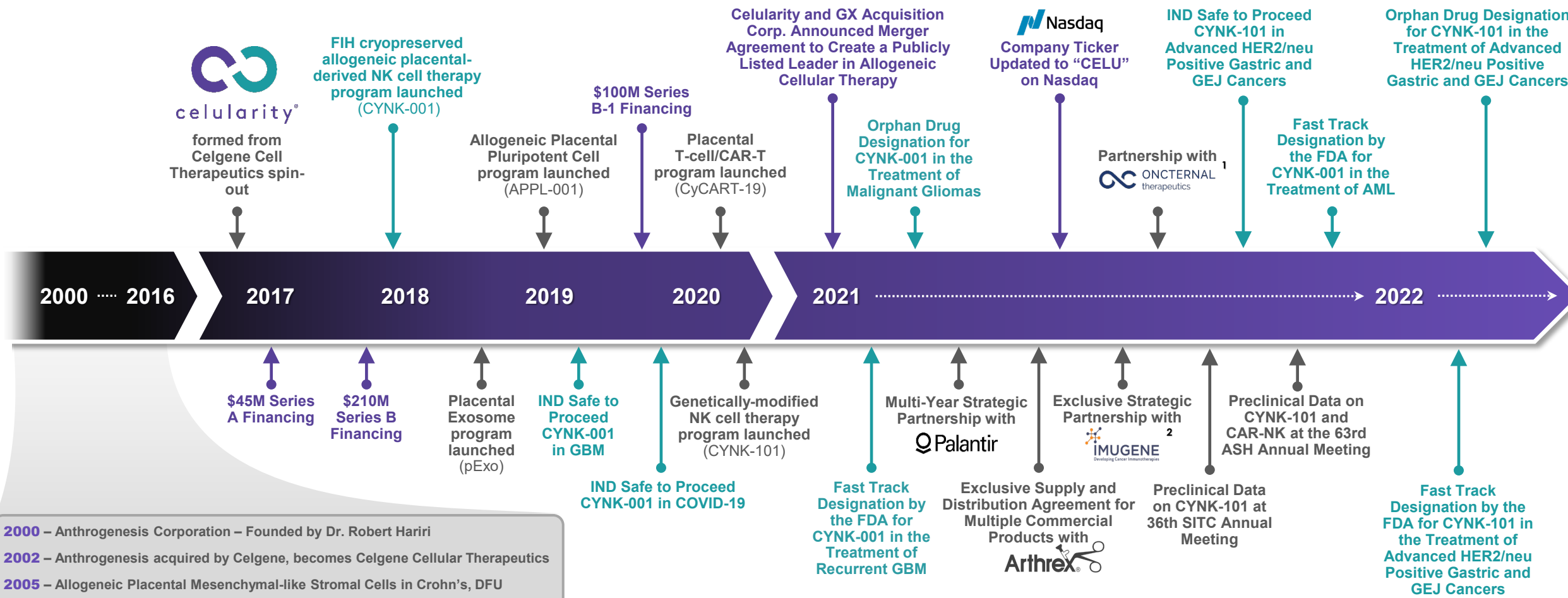
leverage inherent advantages of placental-derived cells to produce uniform, scalable and optimized cellular medicines.

Deliver off-the-shelf, affordable therapies:

cryopreserved allogeneic cellular medicines and biomaterial products that clinicians can access on demand and off-the-shelf, enabling repeat dosing/multiple cycles as required in an outpatient setting.

CELULARITY: COMPANY HISTORY

Celgene Spin-out (2017) Leveraging 20+ Years of Cellular Therapeutics Innovation



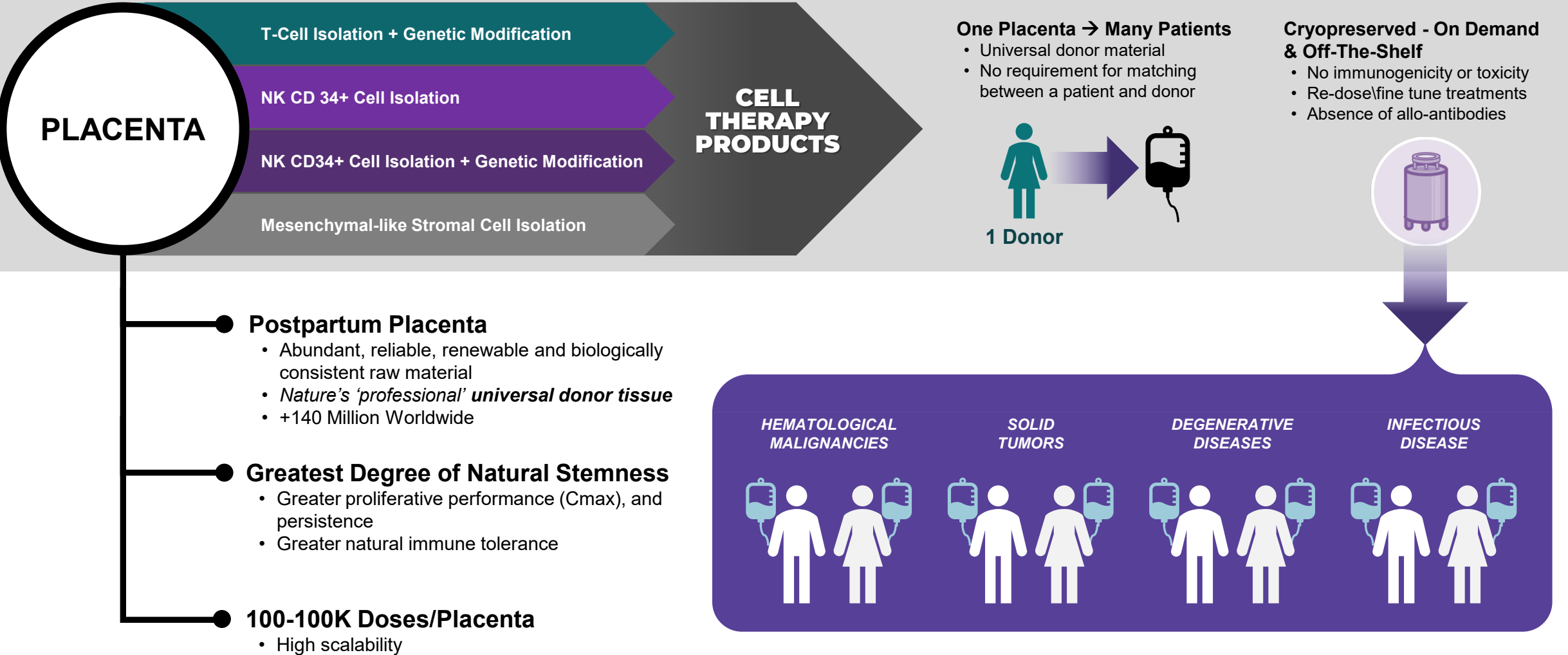
2000 – Anthrogenesis Corporation – Founded by Dr. Robert Hariri
2002 – Anthrogenesis acquired by Celgene, becomes Celgene Cellular Therapeutics
2005 – Allogeneic Placental Mesenchymal-like Stromal Cells in Crohn's, DFU
2014 – Celgene & Bluebird Bio Autologous CAR-T Collaboration
2015 – Celgene & Juno Therapeutics Autologous CAR-T collaboration
2016 – FIH allogeneic placental-derived NK cell therapy product (Placental NK-007)

KEY: CORPORATE MILESTONE CLINICAL MILESTONE FINANCIAL MILESTONE

1, 2 Celularity continues to work with collaboration partners and may elect to provide updates at upcoming conferences.

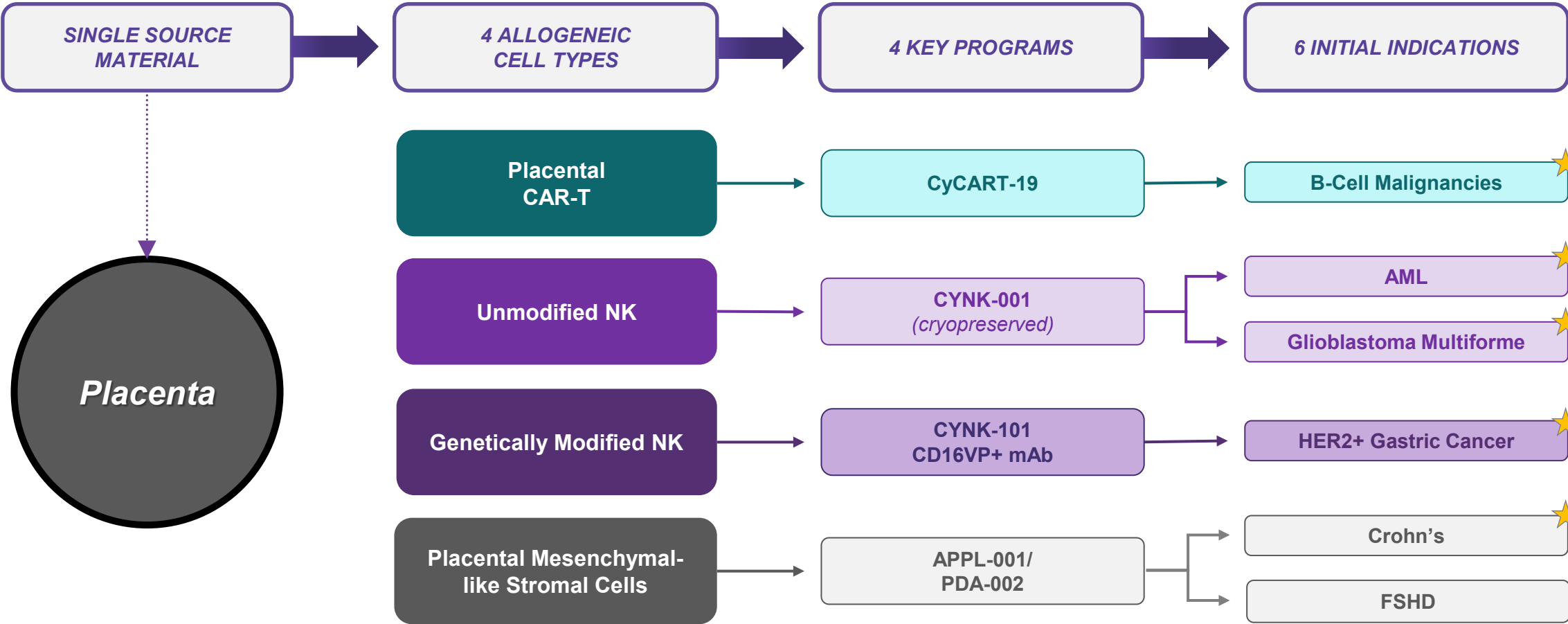
CELULARITY PLACENTAL-DERIVED PRODUCT PLATFORM

Capitalizing on the Benefits of Placental-Derived Cells to Target Multiple Diseases



SINGLE-SOURCE, PLACENTA-BASED PLATFORM DRIVING BROAD PIPELINE

4 Key Cell Types Driving 6 Clinical Indications and Potential for Broad Expansion



★ = INITIAL INDICATIONS OF FOCUS

MANUFACTURING >> Purpose-built, fully integrated manufacturing facility; rapidly scalable, end-to-end supply chain

MANUFACTURING OVERVIEW

Fully Integrated, Purpose-Built Commercial Scale Manufacturing Site Including Translational Research & Biorepository



PURPOSE BUILT FACILITY FOR COMMERCIAL-SCALE CELLULAR THERAPEUTIC MANUFACTURING

- \$80M investment in cGMP/cGTP manufacturing
- Enables greater control, efficiency and optimization than is achievable by outsourcing to contract manufacturing organizations (CMOs) alone

STAFFED BY OVER 100 HIGHLY SPECIALIZED SCIENTISTS, ENGINEERS & TECHNICIANS

- Optimized, product-specific CMC, QA/QC and manufacturing processes accelerate product development, production and commercialization
- Over 2 decades of experience with source material procurement

COMMERCIAL SCALE, GMP-READY

- 9 Grade C/ISO 7 suites
- 6 Grade D/ISO 8 labs
- Dedicated translational research labs

Celularity benefits from Celgene's 20 year+ investment in developing the technologies and capabilities required to manufacture cellular products at scale with consistent and reliable quality

CLINICAL PIPELINE

Overview



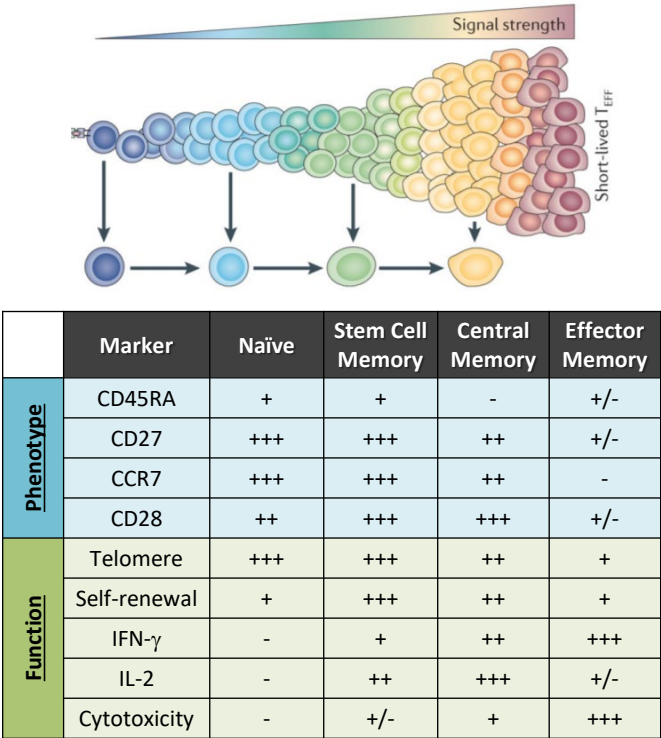
	Placental Derived Cell Type	Program	Indication	Preclinical	IND Submission	Phase I	Phase II
ONCOLOGY	Unmodified Natural Killer Cell	CYNK-001	Acute Myeloid Leukemia (AML)				
			Glioblastoma Multiforme (GBM)				
	Genetically Modified Natural Killer Cell	CYNK-101 + mAb	HER2+ Gastric Cancer				
	CAR-T	CYCART-19*	B-Cell Malignancies				
DEGENERATIVE DISEASES	Placental Mesenchymal-like Stromal Cells	APPL-001	Crohn's Disease				
		PDA-002	Facioscapulohumeral Muscular Dystrophy (FSHD)				

*includes technology in-licensed from Sorrento Therapeutics, Inc.

Cell Characterization

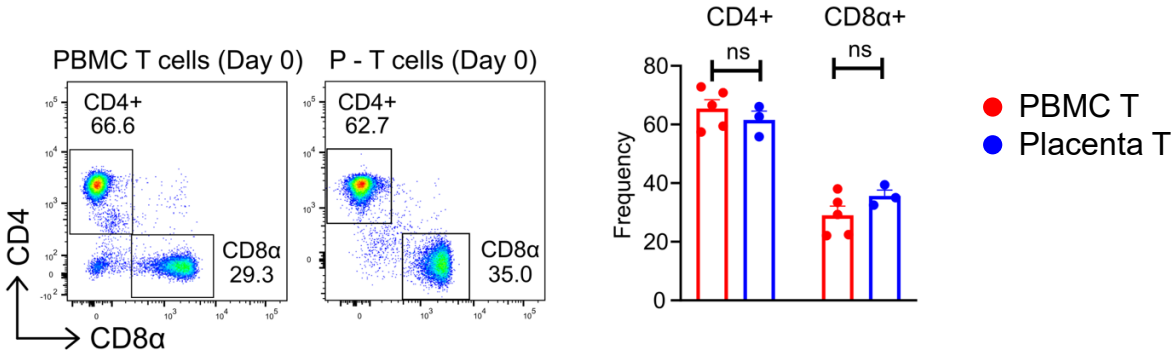


THE PLACENTA IS ENRICHED FOR NAÏVE/SCM T CELLS COMPARED TO HEALTHY DONOR PERIHIPERAL BLOOD ENABLING PRODUCTION OF CAR-T CELLS WITH GREATER ACTIVITY IN ANIMAL MODELS

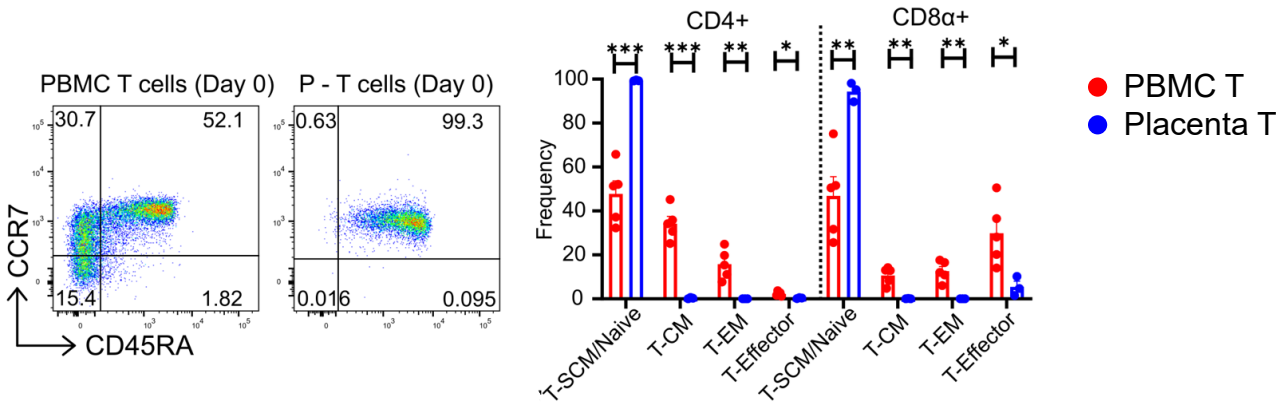


Adopted from Gattinoni *et al.* Nature Reviews Cancer 2012

Placenta T cell starting material contains similar CD4/CD8 ratio as healthy adult blood T cells

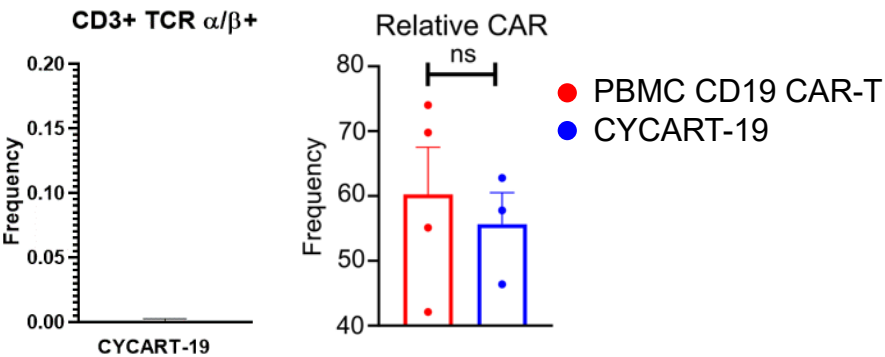


The primary T cell population in placenta are T_N and T_{SCM} which retain the greatest proliferative potential

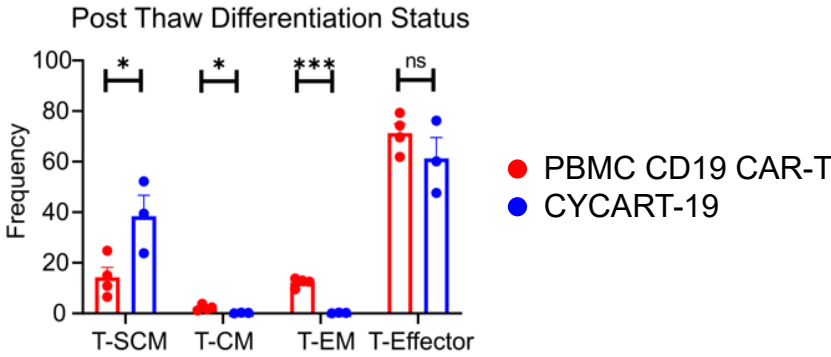


CYCART-19 (PLACENTAL CAR-T) RETAINED STEMNESS VS PBMC CD19 CAR-T POST MANUFACTURING

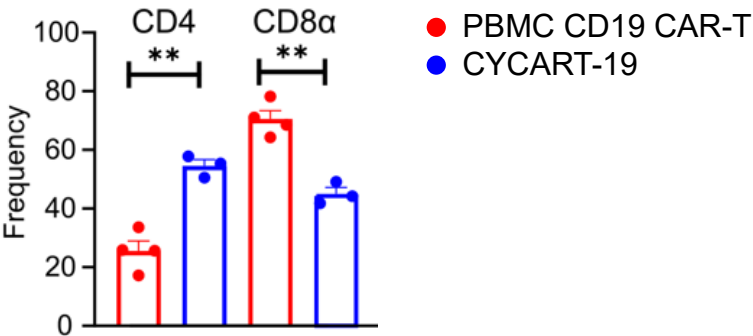
Our process uses CRISPR to knockout TRAC and transduction of CD19-CAR



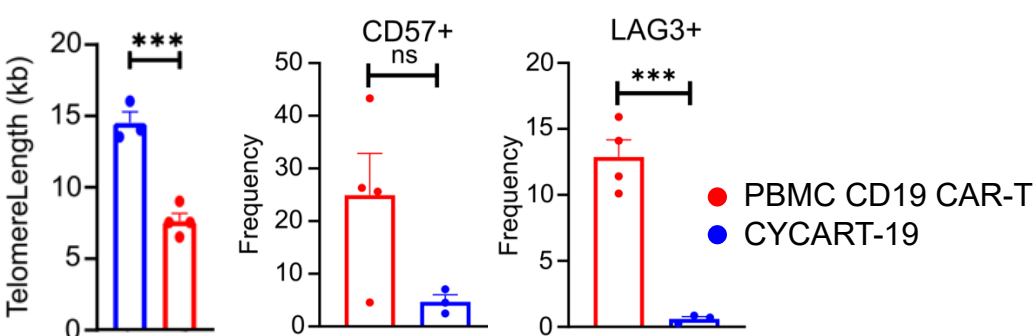
CYCART-19 cells had better retention of the T_{SCM} population following manufacturing



CYCART-19 cells yielded a preferable CD4/CD8 CAR-T cell ratio closer to 1:1



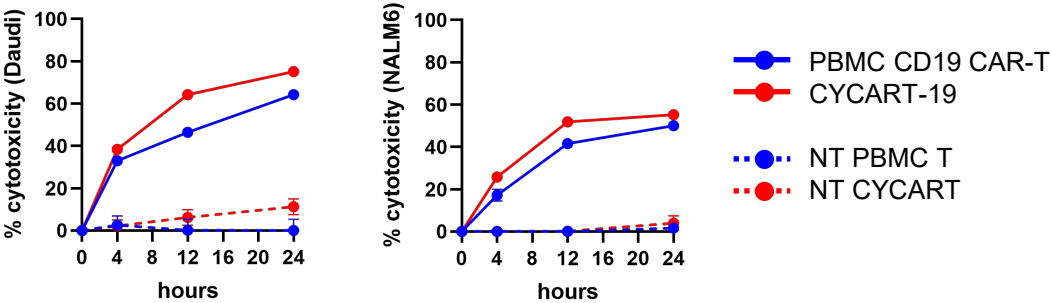
CYCART-19 had longer telomeres, resisted expression of senescence marker CD57 and checkpoint inhibitor LAG3



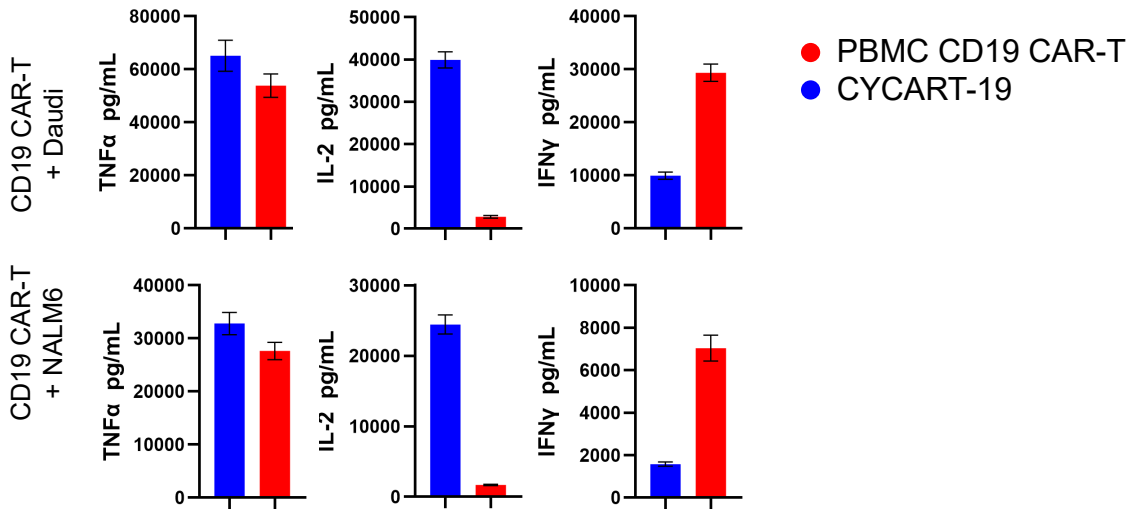
CYCART-19 SECRETED HIGH LEVELS OF IL-2 AS COMPARED TO PBMC DERIVED CAR-T, CONFERRING A POTENTIAL CAR-T CELL SURVIVAL AND PROLIFERATION BENEFIT



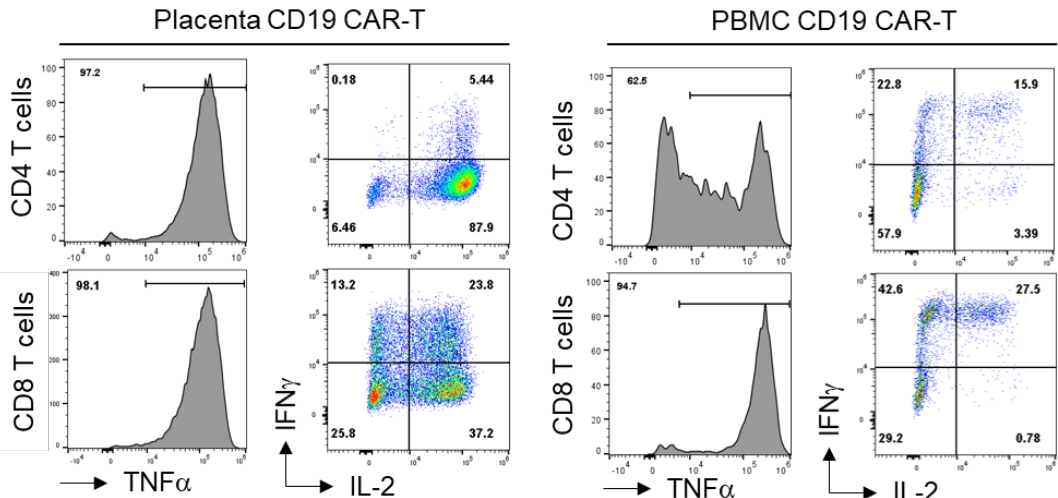
CYCART-19 and PBMC CD19-CAR-T were similarly cytotoxic



CYCART-19 secreted high levels of IL-2 and low levels of IFN γ following stimulation by CD19+ lymphomas



CD4 and CD8 CYCART-19 cells strongly expressed IL-2



- Enhanced Intrinsic IL-2 production is expected to help sustain CYCART-19 survival, proliferation, resist exhaustion, and maintain persistence in vivo
 - M. Kahan et al, Science Immunology 2022
- Reduced IFN γ production by CYCART-19, is expected to limit local PD-L1 upregulation, which may mitigate severity of CRS

CYNK-001

AML and GBM



CYNK-001(unmodified NK cellular therapy)

Overview

RATIONALE

- NK cells are natural immune cells that eradicate both cancer and virus-infected cells
 - Key mediators of antibody-dependent cellular cytotoxicity (ADCC)
- Placental-derived NK cells exhibit:
 - distinct, maturation and activation states
 - an immature phenotype
 - longer telomere length in comparison to PB NK cells, which suggests **high in vivo proliferation and persistence**

KEY HIGHLIGHTS

CYNK-001 (unmodified NK cellular therapy)

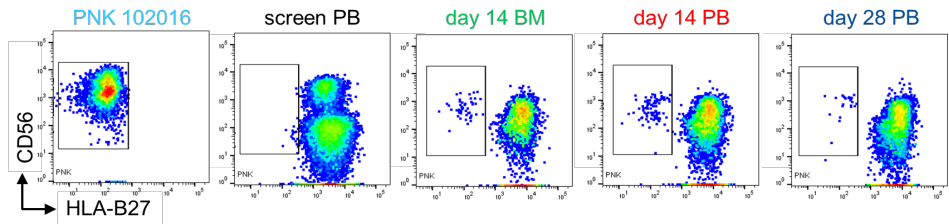
- Preclinical data support anticancer activity against a range of hematological malignancies and solid tumors
- Phase 1 trial in relapsed/refractory (r/r) AML showed early signs of clinical benefit and a generally positive safety profile
- Estimated trial completion in 2023
- Anticipated BLA in 2025 for AML
- Anticipated BLA To Be Determined for GBM

		NK CELL THERAPIES	
		ADULT DONOR DERIVED	CELULARITY CYNK-001 & CYNK-101
MANUFACTURING COMPLEXITY	Cell Therapy Technology Scorecard		
	Source Procurement Non-invasive Collection / Reliable Procurement	✓	✓
	Lower COGs Standardized, Scalable Manufacturing	✓	✓
	Starting Material Consistent Quality and Phenotype	✓	✓
	Ability to Readily Expand While Maintaining a Less Differentiated Phenotype	✗	✓
	“Off-the-Shelf” Treatment	✓	✓+
	Ability to Re-dose Patients (if Necessary)	✗	✓+

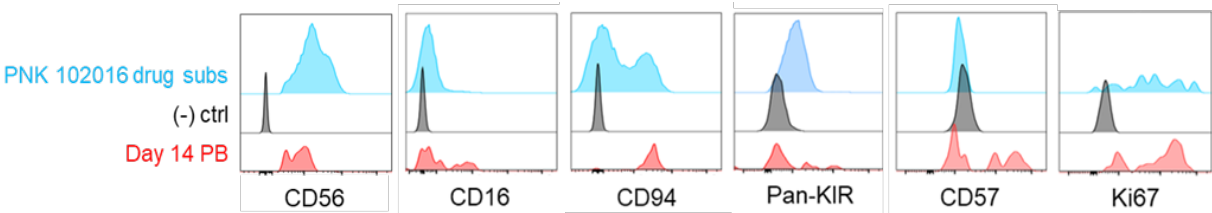
PERSISTENCE, MATURATION AND PROLIFERATION WITH ABSENCE OF ALLO-HLA ANTIBODIES



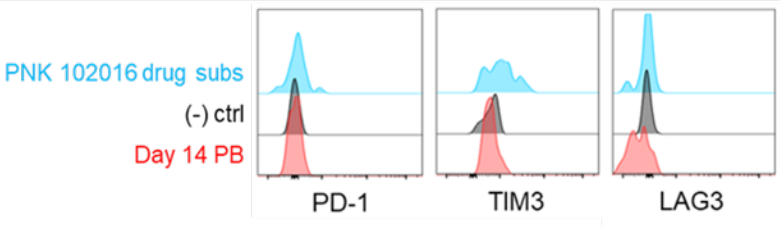
PNK-007 demonstrated **persistence** up to 28 days (mean=11days)



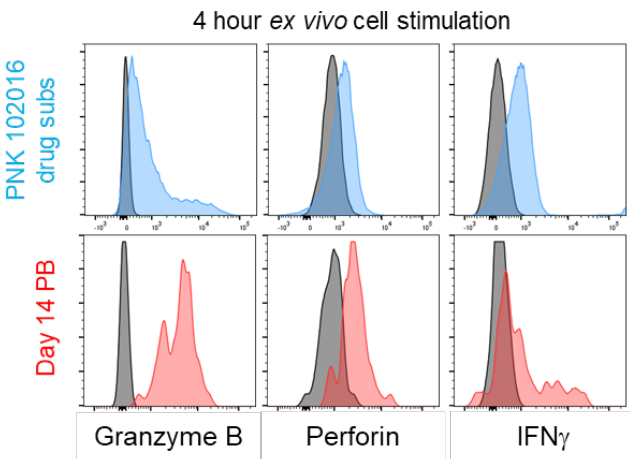
Persistent PNK-007 cells **matured and proliferated**



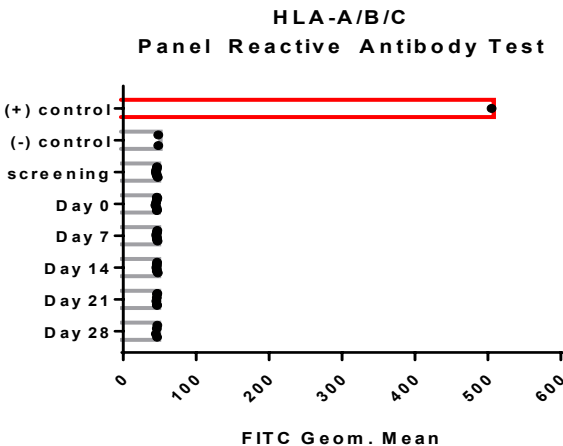
No detectable exhaustion on PNK-007 cells



PNK-007 demonstrated **effector function** post infusion



Absence of allo-HLA antibodies in all subjects



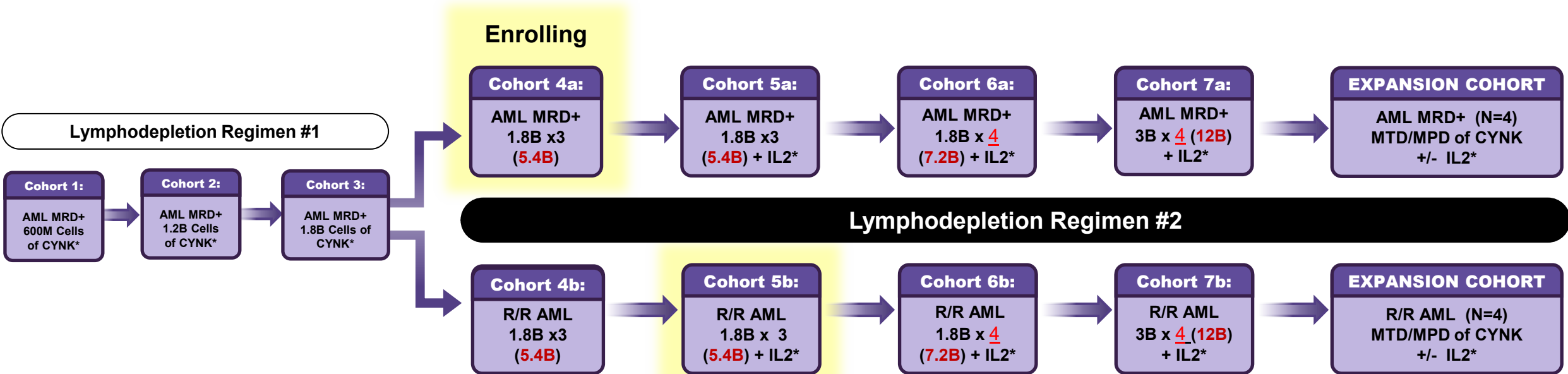
CYNK-001

AML



CYNK-001-AML-001 (MRD+ AND RELAPSED REFRACTORY AML)

Phase 1 Study Schema – Trial in progress



LD Regimen #1

Lymphodepletion
for Cohorts 1 to 3
(Days -5, -4, -3)

Cyclophosphamide
300 mg/m2/day

& Fludarabine
25 mg/m2/day

LD Regimen #2

Lymphodepletion
for Cohorts 4 to 6
(Days -6, -5, -4, -3)

Cyclophosphamide
900 mg/m2/day

& Fludarabine
30 mg/m2/day

MESNA

* CYNK-currently given on Days 0, 7,14 and D21 (for cohorts 6 & 7)
For Cohorts with IL-2 – Dose 6M IU on Days 0,2,4,7,9,11,14 & D21 (cohorts 6 & 7)

- Developed an enhanced Lymphodepletion Regimen implemented in cohort 4, which enables safe outpatient administration and results in adequate IL-15 serum levels and maximum suppression of T regulatory cells. This enables co-administration of IL-2 to promote CYNK-001 expansion, persistence and potency for over 21 days.
- CYNK-001 is generally well-tolerated with evidence of a dose effect and biologic activity as demonstrated with CR's in some patients.
- From cohort 6, we plan to add IL-2, add a 4th dose of cells on day 21 and potentially increase the dose to 3 Billion CYNK-001 cells/infusion given the window of dosing opportunity observed in our translational studies.

AML PATIENT OUTCOMES DATA SUMMARY – RELAPSED REFRACTORY AML

Evidence of a dose effect of CYNK-001



Patient ID	Risk Group / Age (yrs)	LD Doses: Cytosan/ Fludarabine	Cell Dose / IL2	Blast Pre-LD	Day 28	Day 60	Day 120	Day 180	Day 300
002-1001	Poor/adverse / 70	8400 mg / 230 mg	70 Million	82.2%	> 82.2%	Died			
006-1002	Poor/adverse / 61	8400 mg / 230 mg	70 Million	> 10%	> 10%				Died
002-1003	Intermediate / 67	8400 mg / 230 mg	70 Million	89%	49%		Died		
007-1001	Poor/adverse / 30	8400 mg / 230 mg	240 Million	52%	> 52%		Died		
001-1002	Poor/adverse / 59	8400 mg / 230 mg	240 Million	2%	25%			Died	
007-1002	Poor/adverse / 65	8400 mg / 230 mg	240 Million	15%	> 15%	Died			
001-1003	Poor/adverse / 70	8400 mg / 230 mg	700 Million	9.7%	12%	Died			
002-1004	Poor/adverse / 69	8400 mg / 230 mg	700 Million	6%	1% (CRp)	Died			
006-1004	Intermediate / 63	8400 mg / 230 mg	700 Million	30%	Died Day 18				
008-1001	Poor/adverse / 66	8400 mg / 230 mg	700 Million	7%	0% (MLFS)			Died	
106-0005	Poor/adverse / 71	6624 mg / 221 mg	5.4 Billion	8.4%	0.8% (MLFS)		CR – post allo-HSCT		
103-0006	Poor/adverse / 67	6624 mg / 221 mg	5.4 Billion	21%	Died Day 15				
101-0009	Intermediate / 62	6624 mg / 221 mg	5.4 Billion	11%	0.096% (MLFS)	0.57%			

CR= Complete remission, CRp = Complete remission with incomplete platelet recovery, MLFS: Morphologic Leukemia Free State

AML PATIENT OUTCOMES DATA SUMMARY – MRD AML

Evidence of a dose effect of CYNK-001



Patient ID	Risk Group/ Age (yrs)	LD Doses: Cytosan/ Fludarabine	Cell Dose / IL2	Blast Pre-LD	Day 28	Day 60	Day 120	Day 180	Day 300
102-0001	Intermediate / 75	1656 mg / 138 mg	1.8 Billion	0.87%	0.54%	0.42%	0.18%	1.6%	1.9%
101-0001	Intermediate / 51	1656 mg / 138 mg	3.6 Billion	0.007%	2.8%	30.9%	Died		
101-0002	Intermediate / 58	1656 mg / 138 mg	3.6 Billion	0.78%	0.19%	29.3%			
101-0003	Intermediate/ 66	1656 mg / 138 mg	3.6 Billion	2.6%	1.7%	12.2%			
106-0003	Intermediate / 62	1656 mg / 138 mg	5.4 Billion	0.52%	0.72%				
106-0004	Intermediate / 62	1656 mg / 138 mg	5.4 Billion	1.2%	0.013%		0.47%	8.2%	
101-0007	Intermediate /76	1656 mg / 138 mg	5.4 Billion	4.3%	23.1%				
101-0008	Intermediate / 69	6624 mg / 221 mg	5.4 Billion	3.4%	0.53%	6.8%			

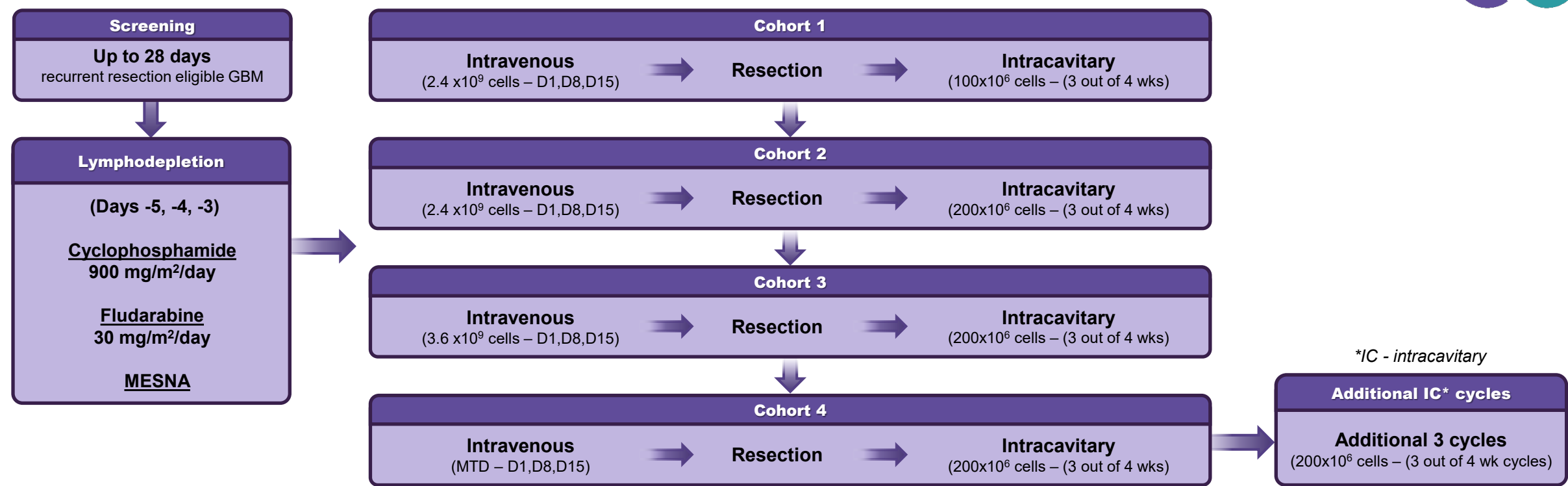
CYNK-001

GBM



CYNK-001-GBM-002 (GLIOBLASTOMA PROGRAM)

Planned Phase 1 Dose Escalation / Phase 2 Proof of Concept



Phase 1 Dose Escalation

- N = ~ 21 patients
- North American sites (~5 sites)
- **Primary Endpoints:** Safety, Feasibility and Tolerability (42 Day DLT period)
- **Secondary Endpoints:** Progression Free Survival (PFS)

Phase 2 Proof of Concept

- N = ~ 45 patients (80% Power - Target 35% 6-month PFS)
- North American sites (5 - 10 sites)
- **Primary Endpoints:** Overall Survival (OS)
- **Secondary Endpoints:** PFS, ORR post resection
- **Exploratory Endpoints:** NK cell persistence and trafficking

CYNK-101

HER2+ Advanced Esophageal / Gastric Adenocarcinoma

CYNK-101 (modified NK cellular therapy) IN HER2+ GASTRIC CANCER

Overview

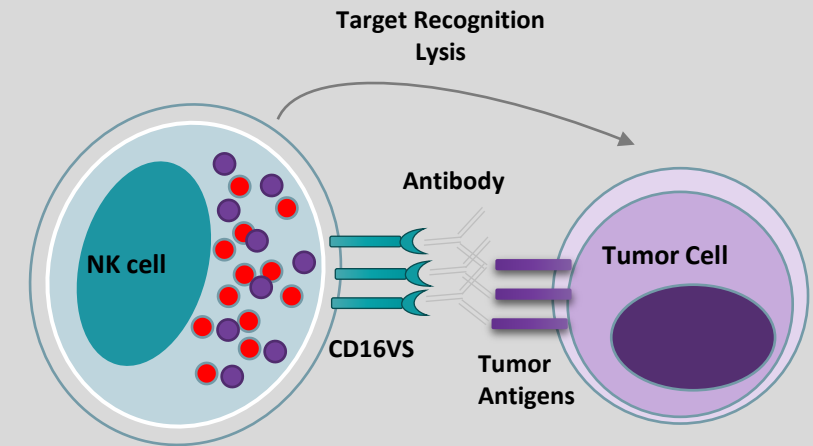
RATIONALE

- Engineering CYNK cells with high affinity and cleavage resistant (CD16VS) expected to improve affinity for IgG1 therapeutic antibodies, resist activation induced cleavage and improve overall ADCC potential

KEY HIGHLIGHTS

- CYNK-101 adds “punching power” to the CYNK-001 platform via genetic modification
- Enable combination therapy with ADCC mediating therapeutic monoclonal antibody (mAb) therapies
 - When combined with Trastuzumab demonstrates ADCC activity against HER2+ Gastric Cancer cells
 - Joint impact of modified NK cells + mAb shows improved immunologic response with added NK cell killing
- Anticipated BLA To Be Determined for HER2+ Gastric Cancer

Antibody-Dependent Cellular Cytotoxicity



CD16VS - high-affinity cleavage-resistant CD16

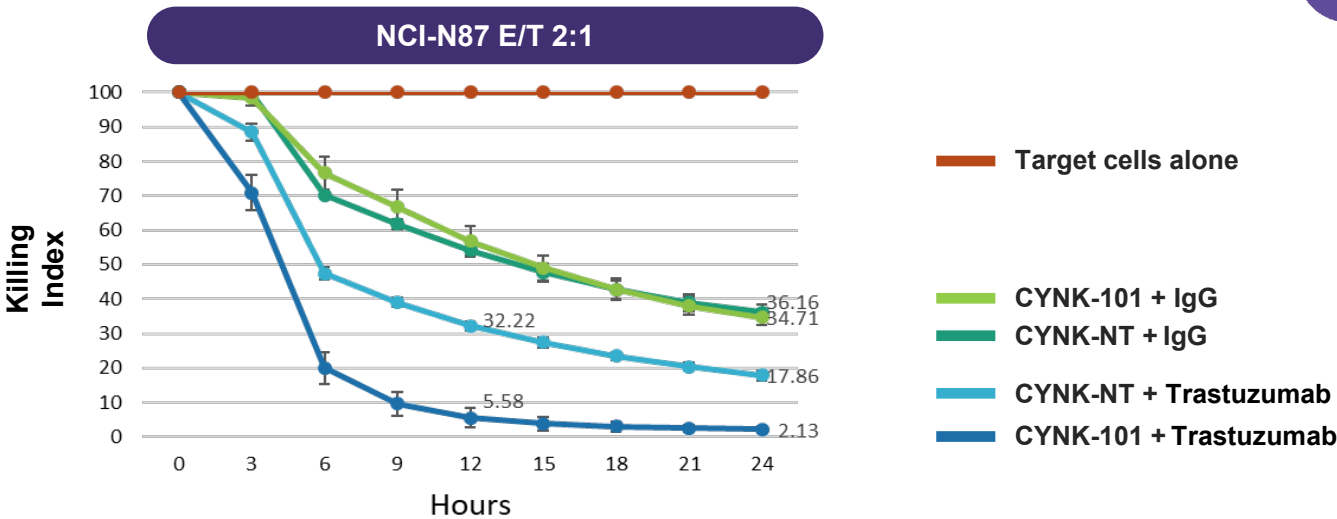
CYNK-101 DEMONSTRATED ANTITUMOR ACTIVITY

Against Gastric Cancer Cell Lines in Conjunction with Anti-HER2 Monoclonal Antibody



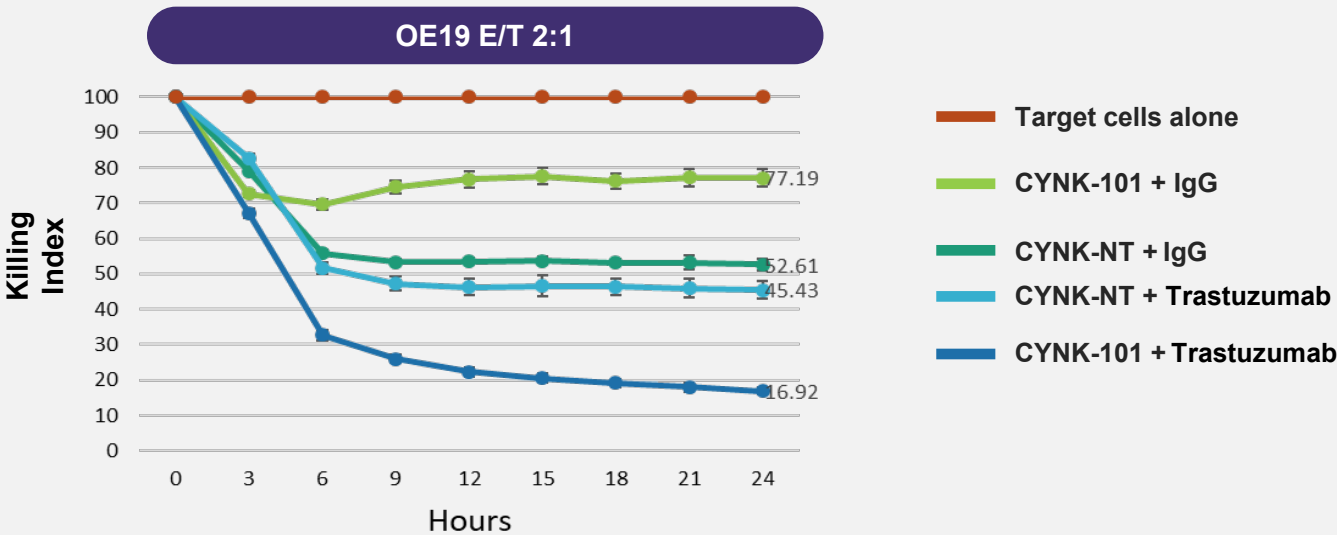
RESULTS

- Significant ADCC activity of CYNK-101 in combination with Trastuzumab against both gastric cancer cell lines was shown at E:T ratio of 2:1 over 24h in comparison with that of CYNK Non-Transduced (NT) or IgG control



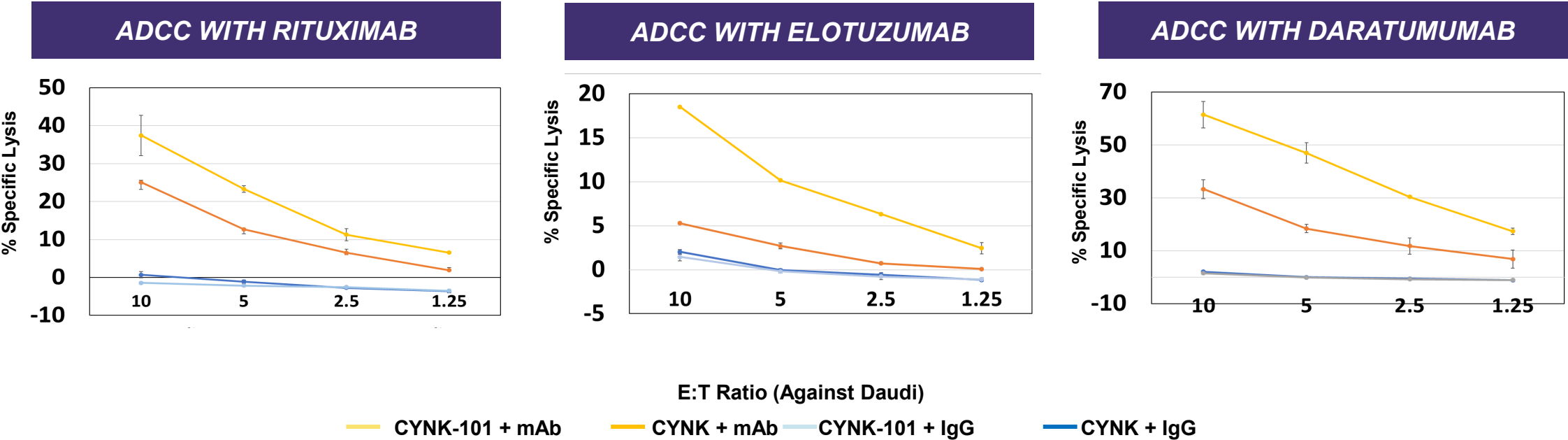
CONCLUSION

- Demonstrated ADCC activity of CYNK-101 in combination with Trastuzumab against HER2+ gastric cancer cells
 - HER2+ Gastric demonstrated to be an immunologically susceptible tumor type with evidence of strong NK cell infiltration



CYNK-101 PROVIDES A BACKBONE FOR COMBINATION THERAPIES

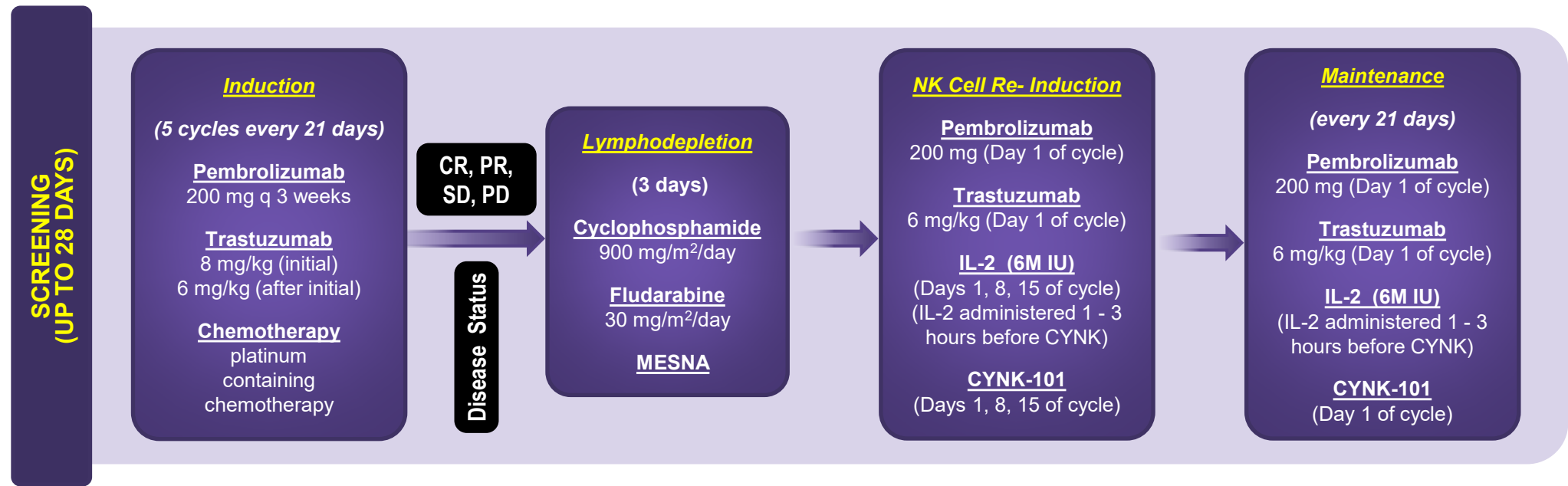
Enhanced ADCC with Multiple Antibodies Forms the Basis of Potential Combination Therapies



- Improved ADCC response observed from CYNK-101 compared to unmodified CYNK cells against lymphoma cell lines in combination with: Rituximab, Daratumumab and Elotuzumab antibodies
- IND-enabling studies on-going to evaluate CYNK-101 + mAbs in subcutaneous and orthotopic tumor models

CYNK-101-HER2-001 (HER2+ GASTRIC/GEJ CANCER)

Planned Phase 1 - Dose Escalation / Phase 2a Expansion/Proof of Concept



Phase 1: Dose Escalation (n = up to 15 patients)

- **Primary Endpoints:** Determine safety and maximum tolerated dose
- **Secondary Endpoints:** Various Efficacy measures

Dosing Cohorts

CYNK-101 Re-Induction Dosing

Cohort -1: 1.8 x 10⁹ cells
Cohort 1: 3.6 x 10⁹ cells
Cohort 2: 7.2 x 10⁹ cells

CYNK-101 Maintenance Dosing

Cohort -1: 1.8 x 10⁹ cells
Cohort 1: 3.6 x 10⁹ cells
Cohort 2: 3.6 x 10⁹ cells

Phase 2a: Expansion/Proof of Concept (n = ~40 patients)

- **Primary Endpoints:** ORR (CR+PR) (>65%-80%)
- **Secondary Endpoints:** (For patients that are CR, PR and SD)
 - Landmark PFS at 6 months & 12 months (CR, PR and SD)
 - Duration of Response (CR and PR)
 - Incidence of response conversion (PR and SD)
 - ORR for patients after initial induction are PD
 - Safety
- **Maintenance Dosing**
 - Patients in CR after CYNK-101 to dose an additional 2 cycles of NK cells combination
 - Patients in PR/SD after CYNK-101 to dose until CR or Progression
 - Patients in PD after CYNK-101 to discontinue to from study

CyCART-19

B-Cell Malignancies

CYCART-19 OVERVIEW

Celularity Approach and Advantages

RATIONALE

- Rationale for greater stemness, expandability, persistence
- Abundant renewable starting cell source for allogeneic therapies
- Potential for improved safety profile due to immunological naivety

KEY HIGHLIGHTS

- Celularity has established a robust process to obtain placental T naive/scm population as source materials to produce off-the-shelf, highly scalable CYCART-19 cells
- CYCART-19 has shown stem cell memory characteristics as evidenced by greater in vivo persistence and durable antitumor activity in preclinical models
- Strong pre-clinical evidence of anti-tumor activity
 - CYCART-19 cells outperformed adult blood-derived CAR-T cells by showing significantly greater persistence and longer survival in preclinical studies
- Early data have not shown signs of GvHD
- IND submitted in first quarter of 2022 and pending resolution of additional questions from FDA, expect to commence Phase 1/2 clinical trial in second half of 2022
- Note: If Phase 1 successful, Celularity plans to pursue a Phase 2 basket trial across major B-cell malignancies (subject to FDA discussions)
- Anticipated BLA To Be Determined for CYCART-19

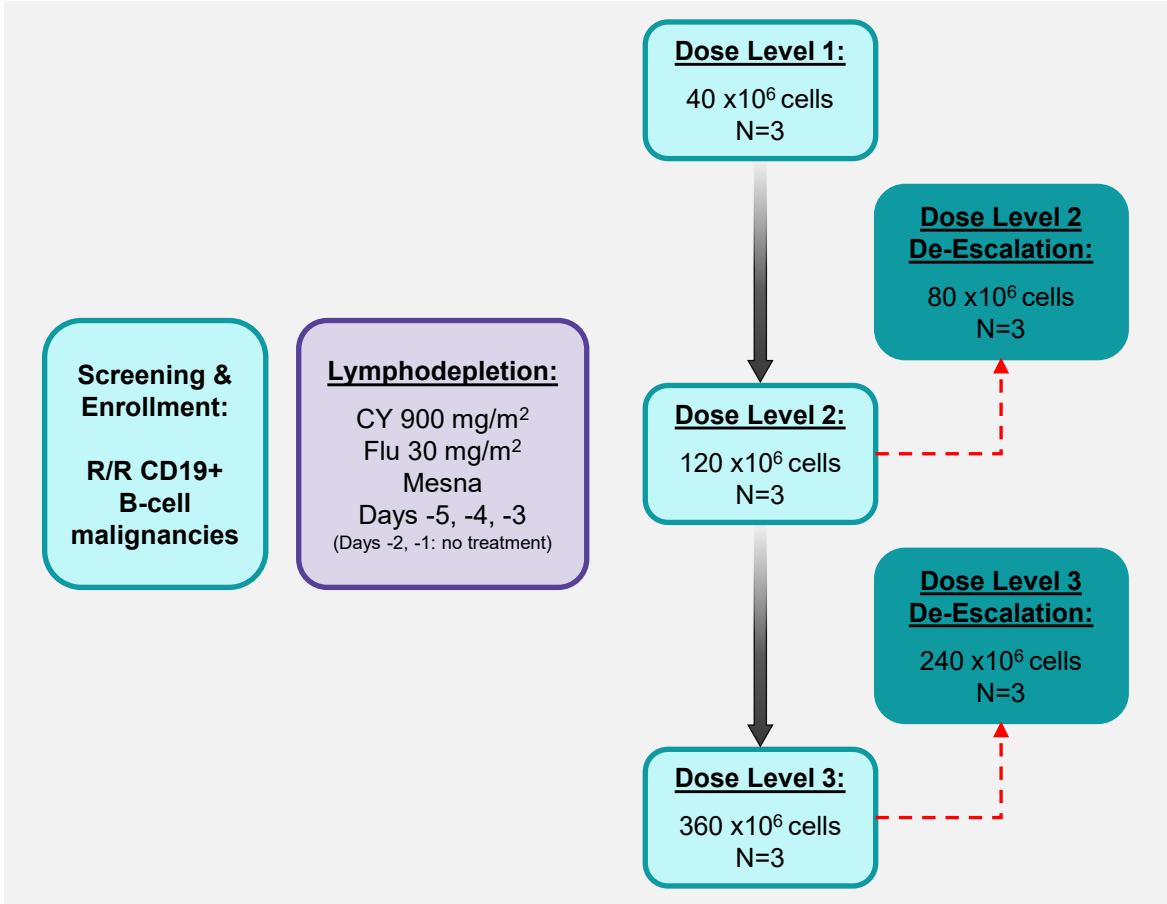
		CAR-T THERAPIES		
CELL THERAPY TECHNOLOGY SCORECARD		AUTOLOGOUS	OTHER ALLOGENEIC	CELULARITY CYCART-19
MANUFACTURING COMPLEXITY	Source Procurement Non-invasive Collection / Reliable Procurement	✗	✗	✓
	Lower COGs Standardized, Scalable Manufacturing	✗	✓	✓
	Starting Material Consistent Quality and Phenotype	✗	✗	✓
	Ability to Readily Expand While Maintaining a Less Differentiated Phenotype	✗	✗	✓
	“Off-the-Shelf” Treatment	✗	✓	✓+
	Ability to Re-dose Patients (if Necessary)	✗	✓	✓+

CYCART-19-BCM-001 (RELAPSED/REFRACTORY B-CELL MALIGNANCIES)

Planned Phase 1 / Phase 2



Phase 1 Safety and Dose Finding



Phase 2: Cohorts

Cohort A: High Grade NHL
CD-19 targeted therapy naïve (n= ~66)

- DLBCL
- High Grade B-Cell lymphoma
- Primary mediastinal B-Cell lymphoma
- Transformed follicular lymphoma
- Mantle cell
- Burkitt lymphoma/leukemia
- Any B-Cell malignancy with Secondary CNS involvement

Cohort B: Low Grade NHL
CD-19 targeted therapy naïve (n= ~66)

- Follicular
- Marginal Cell
- CLL/SLL
- Waldenström’s macroglobulinemia
- Any other low grade NHL subtypes

Cohort C: Any Grade NHL
CD-19 targeted therapy exposed (n= ~66)

Cohort D: Primary Central Nervous System Lymphoma
(n= ~74)

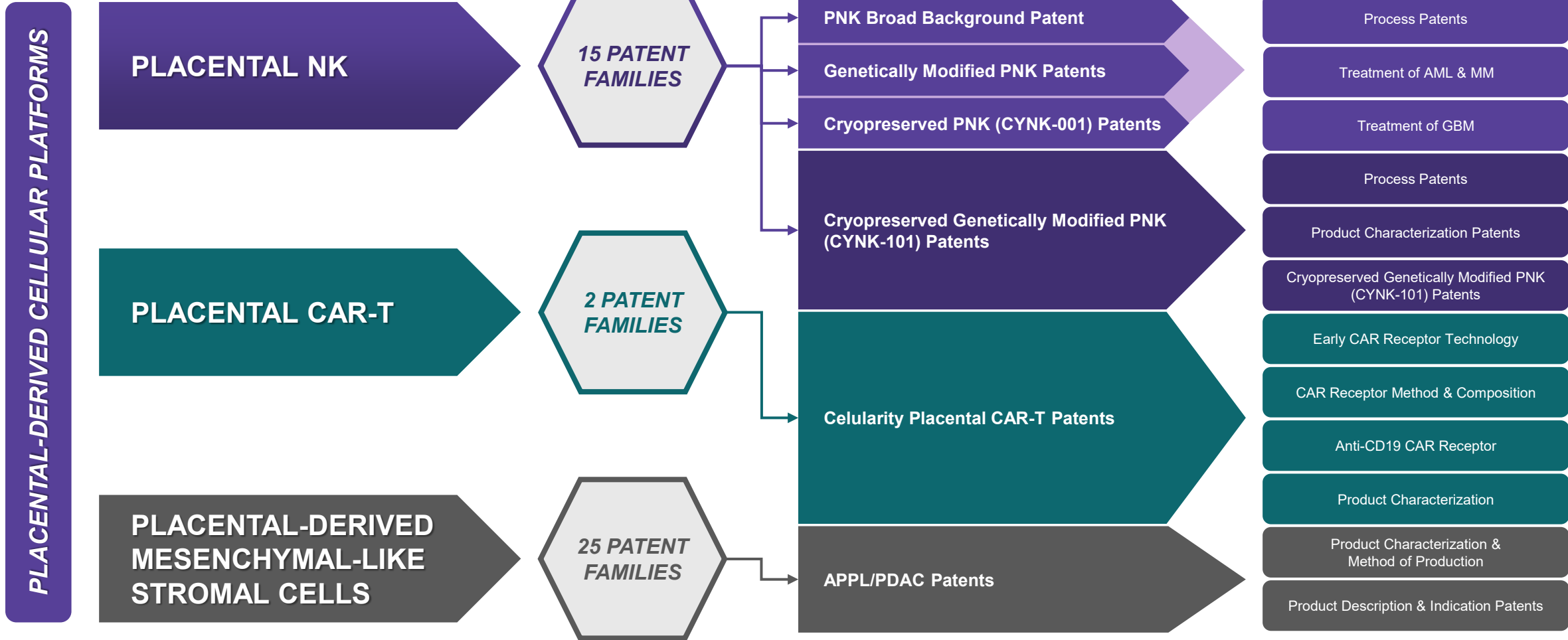
Appendix

Additional Detail



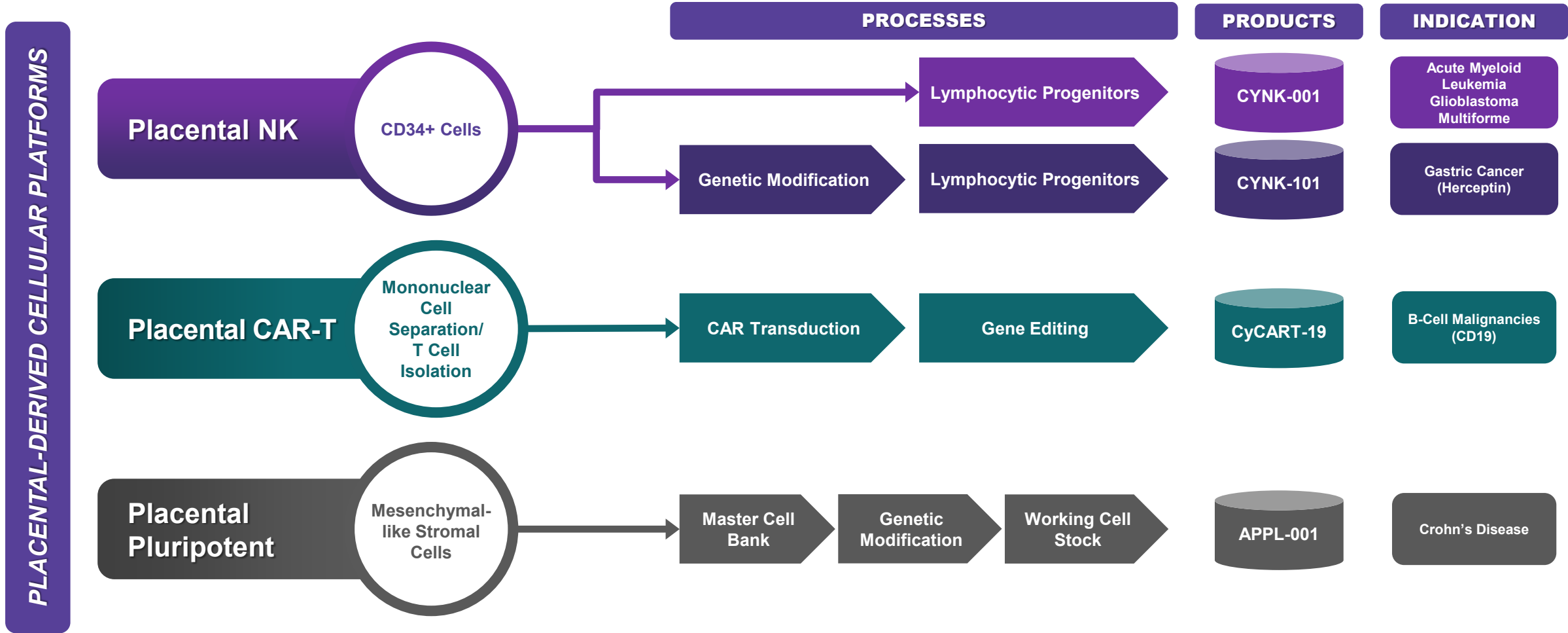
CELULARITY IMPACT™ PLATFORM

Broad IP Protection Across All Lead Programs



CELULARITY IMPACT™ PLATFORM

The Placenta as a Renewable Allogeneic Source, with Purpose-Built Commercial Scale Manufacturing



MANUFACTURING PROCESS

Celularity Purpose-built Commercial Scale 150,000 sq. ft. Manufacturing Facility



Network of Longstanding Partnerships

- Birthing Centers
- Obstetricians
- Academic Hospitals
 - Controllable and scalable on-demand birthing material
 - Supports multiple products/programs

Controlled Courier System

- Procurement Kits
- Temperature tracking
- Unique barcoding/labeling
- Traceability from birthing center to Celularity through manufacturing & distribution

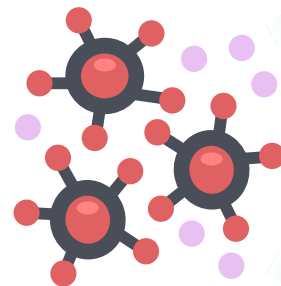
Collection & Documentation of Donor Information

- Qualified donors/Donor eligibility
- Informed consent
- Detailed maternal and family health questionnaire
- Completed delivery information
- Comprehensive data set on donor and cell source



Cell Isolation and Selection

- Proprietary perfusion methodology
- Removal of vascular/circulatory blood
- Cell suspension/separation
- Cell selection/sorting for hematopoietic, progenitor, and T-cells.
- Cryopreserved donor stock

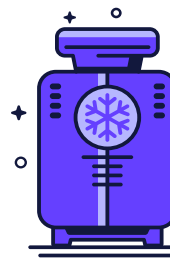


Cell Manufacturing

- Controllable and flexible manufacturing
- Cell seeding, expansion and differentiation
- Cell harvesting & formulation
- Use of automation (i.e., bioreactors, etc.)
- Highly scalable

Tissue Manufacturing

- Multiple commercial products with (30+ SKUs)
- Multiple suite allocation allows for rapid increase in product manufacturing
- Multiple shift manufacturing
- In house packaging capability
- Ambient product storage
- Long product shelf life/expiry



Product Cryopreservation

- In-process cooling/cryopreservation of drug product
- In-house cryostorage facility with 24/7 monitoring
- Long term storage readiness
- Cold-chain logistics and distribution expertise
- Cold-chain monitoring and traceability



Delivery to Patients

