SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per 0.5 response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Perso Samsara BioCapital GP, LL	l Requiri	of Event ng Statement /Day/Year) 2023	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CARGO Therapeutics, Inc.</u> [ CRGX ]						
(Last) (First) (Middle) 628 MIDDLEFIELD ROAD			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) PALO ALTO MA 94301			Director Officer (give title below)	Х	10% Ov Other (: below)		6. In (Che	eck Applicable Form filed k Person	by One Reporting by More than One
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)		2. Amount of Securiti Beneficially Owned (II 4)			irect Ownership (Inst direct				
Common Stock			73,700 <sup>(1)</sup>		I		By S	amsara Bio	Capital, L.P. <sup>(2)</sup>
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Day/ (Month/Day/	cisable and ate	3. Title and Amount of	. Title and Amount of Securities Inderlying Derivative Security (Instr. )		4. Conversion or Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Num			tive or Indirect		
Series Seed convertible preferred stock	(3)	(3)	Common Stock	663	3 <b>,300</b> <sup>(1)</sup>	(3)		Ι	By Samsara BioCapital, L.P.
Series A-1 convertible preferred stock	(3)	(3)	Common Stock	884	<b>1,400</b> <sup>(1)</sup>	(3)		Ι	By Samsara BioCapital, L.P.
Series A-2 convertible preferred stock	(3)	(3)	Common Stock	1,83	<b>3,623</b> <sup>(1)</sup>	(3)		Ι	By Samsara BioCapital, L.P.
1. Name and Address of Reporting Perso Samsara BioCapital GP, LL									
(Last) (First) 628 MIDDLEFIELD ROAD	(Middle)								
(Street) PALO ALTO MA	94301								
(City) (State)	(Zip)								
1. Name and Address of Reporting Person*    Samsara BioCapital, L.P.									
(Last) (First) 628 MIDDLEFIELD ROAD	(Middle)								

(Street) PALO ALTO	МА	94301				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person* AKKARAJU SRINIVAS						
(Last) 628 MIDDLEF	(First) IELD ROAD	(Middle)				
(Street) PALO ALTO	МА	94301				
(City)	(State)	(Zip)				

## Explanation of Responses:

1. Reflects a 1-for-13.5685 reverse stock split of the Issuer's outstanding securities effected prior to the effectiveness of the Issuer's S-1 Registration Statement on November 3, 2023.

2. Shares are held by Samsara BioCapital LP ("Samsara LP"). Samsara BioCapital GP, LLC ("Samsara LLC") is the general partner of Samsara LP and may be deemed to beneficially own the shares held by Samsara LP. Dr. Srinivas Akkaraju, MD, Ph.D. has voting and investment power over the shares held by Samsara LP and, accordingly, may be deemed to beneficially own the shares held by Samsara LP. Each of the Reporting Persons disclaims beneficial ownership in these shares except to the extent of its or his respective pecuniary interest therein.

3. Each share of Series Seed convertible preferred stock, Series A-1 convertible preferred stock and Series A-2 convertible preferred stock will automatically convert into shares of Common Stock on a 1:1 basis immediately prior to the closing of the Issuer's initial public offering and have no expiration date.

## **Remarks:**

<u>Samsara BioCapital GP,</u> <u>LLC, By /s/ Srinivas</u> <u>Akkaraju, Managing</u> <u>Member</u>	<u>11/09/2023</u>
<u>Samsara BioCapital, L.P.,</u> By: Samsara BioCapital GP, LLC, its General Partner, By /s/ Srinivas Akkaraju, Managing Member	<u>11/09/2023</u>
<u>/s/ Srinivas Akkaraju</u>	<u>11/09/2023</u>
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.