

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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 Person* <u>Carlyle Group Inc.</u> <hr/> (Last) (First) (Middle) C/O THE CARLYLE GROUP 1001 PENNSYLVANIA AVE. NW, SUITE 220S <hr/> (Street) WASHINGTON DC 20004-2505 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/01/2022	3. Issuer Name and Ticker or Trading Symbol <u>Jasper Therapeutics, Inc. [JSPR]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Voting Common Stock	5,628,558	I	See footnotes ⁽¹⁾⁽²⁾⁽³⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(4)	03/21/2032	Voting Common Stock	78,045	3.54	I	See footnotes ⁽¹⁾⁽²⁾⁽³⁾⁽⁵⁾

1. Name and Address of Reporting Person*
Carlyle Group Inc.

 (Last) (First) (Middle)
 C/O THE CARLYLE GROUP
 1001 PENNSYLVANIA AVE. NW, SUITE 220S

 (Street)
 WASHINGTON DC 20004-2505

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Carlyle Holdings I GP Inc.

 (Last) (First) (Middle)
 C/O THE CARLYLE GROUP
 1001 PENNSYLVANIA AVE. NW, SUITE 220S

 (Street)
 WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Carlyle Holdings I GP Sub L.L.C.](#)

(Last) (First) (Middle)

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1. Name and Address of Reporting Person*

[Carlyle Holdings I L.P.](#)

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(Street)

WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[CG Subsidiary Holdings L.L.C.](#)

(Last) (First) (Middle)

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1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[TC Group, LLC](#)

(Last) (First) (Middle)

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1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Carlyle Investment Management LLC](#)

(Last) (First) (Middle)

C/O THE CARLYLE GROUP
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person *

Carlyle Genesis UK LLC

(Last) (First) (Middle)

C/O THE CARLYLE GROUP
1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004-2505

(City) (State) (Zip)

Explanation of Responses:

1. Reflects securities held of record by Abingworth Bioventures VII LP ("ABV VII"). ABV VII has delegated to Abingworth LLP ("Abingworth") all investment and dispositive power over the securities held of record by ABV VII.
2. The Carlyle Group Inc., which is a publicly traded entity listed on Nasdaq, is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Sub L.L.C., which is the general partner of Carlyle Holdings I L.P., which, with respect to the securities reported herein, is the managing member of CG Subsidiary Holdings L.L.C., which is the managing member of TC Group, L.L.C., which is the managing member of Carlyle Investment Management, L.L.C., which is the sole member of Carlyle Genesis UK LLC (each of the foregoing entities, the "Carlyle Entities").
3. On August 1, 2022, entities affiliated with The Carlyle Group Inc. acquired Abingworth (the "Acquisition"). Following the Acquisition, Carlyle Genesis UK LLC became the principal member of Abingworth LLP. As a result, each of the Carlyle Entities may be deemed to have acquired beneficial ownership of the securities held of record by ABV VII or beneficially owned by Abingworth. Each of them disclaims beneficial ownership of such securities, except to the extent of their pecuniary interest therein.
4. The stock option will vest in three substantially equal annual installments commencing on December 7, 2022, subject to Kurt von Emster's continued service on the Issuer's board of directors through each vesting date.
5. Under an agreement between Mr. von Emster and Abingworth, Mr. von Emster is deemed to hold the stock option and any shares of Voting Common Stock issuable upon exercise of the stock option for the benefit of ABV VII, and must exercise the stock option solely upon the direction of Abingworth.

Remarks:

Following the Acquisition, the Carlyle Entities, ABV VII and Abingworth intend to file Section 16 reports jointly.

The Carlyle Group Inc.,
By: /s/ Anne Frederick,
Attorney-in-fact for Curtis 08/11/2022
L. Buser, Chief Financial
Officer

Carlyle Holdings I GP
Inc., By: /s/ Anne
Frederick, Attorney-in-fact 08/11/2022
for Curtis L. Buser,
Managing Director and
Chief Financial Officer

Carlyle Holdings I GP Sub
L.L.C., By: Carlyle
Holdings I GP Inc., its sole
member, By: /s/ Anne 08/11/2022
Frederick, Attorney-in-fact
for Curtis L. Buser,
Managing Director and
Chief Financial Officer

Carlyle Holdings I L.P.,
By: /s/ Anne Frederick,
Attorney-in-fact for Curtis 08/11/2022
L. Buser, Managing
Director

CG Subsidiary Holdings
L.L.C., By: /s/ Anne
Frederick, Attorney-in-fact 08/11/2022
for Curtis L. Buser,
Managing Director

TC Group, L.L.C., By: /s/
Anne Frederick, Attorney-
in-fact for Curtis L. Buser, 08/11/2022
Managing Director

Carlyle Investment
Management L.L.C., By:
/s/ Anne Frederick, 08/11/2022
Attorney-in-fact for Curtis
L. Buser, Chief Financial
Officer

Carlyle Genesis UK LLC, 08/11/2022

By: Carlyle Investment
Management L.L.C., its
sole member, By: /s/ Anne
Frederick, Attorney-in-fact
for Curtis L. Buser, Chief
Financial Officer

** 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.