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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 8, 2024**

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**MaxCyte, Inc.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation)	<b>001-40674</b> (Commission File Number)	<b>52-2210438</b> (IRS Employer Identification No.)
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**9713 Key West Avenue, Suite 400  
Rockville, Maryland 20850**  
(Address of principal executive offices, including zip code)

**(301) 944-1700**  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, \$0.01 par value</b>	<b>MXCT</b>	<b>The Nasdaq Stock Market LLC</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial account standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 2.02. Results of Operations and Financial Condition.**

On January 8, 2024, MaxCyte, Inc. (the “*Company*”) issued a press release announcing preliminary financial results for the quarter and fiscal year ended December 31, 2023. A copy of this press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

In accordance with General Instructions B.2. of Form 8-K, the information in this Item 2.02 and Exhibit 99.1 hereto, is furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”) or otherwise subject to the liabilities of that section. The information contained herein and in the accompanying exhibit is not incorporated by reference in any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and irrespective of any general incorporation language in any filings, except as expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit Number</b>	<b>Exhibit Description</b>
99.1	<a href="#">Press Release, dated January 8, 2024</a>
104	Cover Page Interactive Data (embedded within the Inline XBRL document)

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MaxCyte, Inc.**

Dated: January 8, 2024

By: /s/ Douglas Swirsky  
Douglas Swirsky  
Chief Financial Officer

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## MaxCyte Announces Preliminary Unaudited Fourth Quarter and Full Year 2023 Financial Results

**ROCKVILLE, MD, January 8, 2024** — MaxCyte, Inc., (NASDAQ: MXCT; LSE: MXCT), a leading, cell-engineering focused company providing enabling platform technologies to advance the discovery, development and commercialization of next-generation cell therapeutics and innovative bioprocessing applications, today provided a preliminary update on financial results for the fourth quarter and full year ended December 31, 2023.

### Preliminary Unaudited Fourth Quarter and Full Year 2023 Results

Total revenue for the fourth quarter of 2023 is expected to be between \$15.5 million and \$15.7 million, compared to \$12.4 million in the fourth quarter of 2022.

- Core revenue is expected to be between \$7.0 million and \$7.2 million, compared to \$10.6 million in the fourth quarter of 2022.
- Strategic Platform License (SPL) Program-related revenue is expected to be approximately \$8.5 million, compared to \$1.9 million in the fourth quarter of 2022.

Total revenue for the fiscal year of 2023 is expected to be between \$41.1 and \$41.3 million, compared to \$44.3 million for fiscal year 2022.

- Core revenue is expected to be between \$29.6 million and \$29.8 million, compared to \$39.6 million for fiscal year 2022.
- SPL Program-related revenue is expected to be approximately \$11.4 million, compared to \$4.6 million for fiscal year 2022.

Total cash, cash equivalents, and investments as of December 31, 2023 is expected to be approximately \$210 million.

“MaxCyte reported preliminary revenue above our updated total revenue guidance provided in December. The operating environment in the Cell Therapy industry was challenging in 2023; however, we remain confident in the opportunity that exists for MaxCyte in the years ahead,” said **Maher Masoud, President and CEO of MaxCyte**. “In 2023, we supported our partner, Vertex Pharmaceuticals Inc., in the approval of CASGEVY™, the first non-viral cell therapy product approved by the FDA. This milestone ushers in a new era of engineered cell therapies to treat diseases and validates the value of our platform. We are committed to supporting our partners in their commercial journeys and the profound impact they will make in patients’ lives.”

MaxCyte’s fourth quarter and full year results are preliminary and unaudited and subject to change in connection with the completion of MaxCyte’s quarterly and year-end closing processes and the preparation of its audited financial statements for the quarter and fiscal year ended December 31, 2023. As a result, these preliminary results may differ from the actual results that will be reflected in MaxCyte’s consolidated financial statements for the quarter and fiscal year ended December 31, 2023, which are expected to be released in March 2024 and will be included in MaxCyte’s Annual Report on Form 10-K.

## About MaxCyte

At MaxCyte, we pursue cell engineering excellence to maximize the potential of cells to improve patients' lives. We have spent more than 20 years honing our expertise by building best-in-class platforms, perfecting the art of the transfection workflow, and venturing beyond today's processes to innovate tomorrow's solutions. Our ExPERT™ platform, which is based on our Flow Electroporation® technology, has been designed to support the rapidly expanding cell therapy market and can be utilized across the continuum of the high-growth cell therapy sector, from discovery and development through commercialization of next-generation, cell-based medicines. The ExPERT family of products includes: four instruments, the ATx™, STx™, GTx™ and VLx™; a portfolio of proprietary related processing assemblies or disposables; and software protocols, all supported by a robust worldwide intellectual property portfolio. By providing our partners with the right technology platform, as well as scientific, technical, and regulatory support, we aim to guide them on their journey to transform human health. Learn more at maxcyte.com and follow us on Twitter and LinkedIn.

## Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, including but not limited to, statements regarding the leadership transition and statements regarding expected core business revenue and SPL Program-related revenue for the year ending December 31, 2023. The words "may," "might," "will," "could," "would," "should," "expect," "plan," "anticipate," "intend," "believe," "expect," "estimate," "seek," "predict," "future," "project," "prospect," "potential," "continue," "target" and similar words or expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Forward-looking statements include, but are not limited to, statements about the Company's preliminary results of operations, including fourth quarter and full year 2023 total revenue, core revenue, and SPL program revenue and statements about possible or assumed future results of operations or financial position. Any forward-looking statements in this press release are based on management's current expectations and beliefs and are subject to a number of risks, uncertainties and important factors that may cause actual events or results to differ materially from those expressed or implied by any forward-looking statements contained in this press release, including, without limitation, risks associated with the management transition, the timing and outcome of our customers' ongoing and planned clinical trials; the adequacy of our cash resources and availability of financing on commercially reasonable terms; general market and economic conditions that may impact investor confidence in the biopharmaceutical industry and affect the amount of capital such investors provide to our current and potential partners; and market acceptance and demand for our technology and products. These and other risks and uncertainties are described in greater detail in the section entitled "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2022, filed with the Securities and Exchange Commission on March 15, 2023, as well as in discussions of potential risks, uncertainties, and other important factors in our most recent Quarterly report on Form 10-Q and the other filings that we make with the Securities and Exchange Commission from time to time. These documents are available through the Investor Menu, Financials section, under "SEC Filings" on the Investors page of our website at <http://investors.maxcyte.com>. Any forward-looking statements represent our views only as of the date of this press release and should not be relied upon as representing our views as of any subsequent date. We explicitly disclaim any obligation to update any forward-looking statements, whether as a result of

new information, future events or otherwise. No representations or warranties (expressed or implied) are made about the accuracy of any such forward-looking statements.

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