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Antengene Corporation Limited

德琪醫藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6996)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR
CHANGE IN COMPOSITION OF BOARD COMMITTEES
AND
ESTABLISHMENT OF THE SCIENTIFIC COMMITTEE**

The Board announces that, with effect from April 14, 2023:

- (1) Mr. Alles has resigned from his office as an independent non-executive director, the chairman of the Nomination and Corporate Governance Committee, a member of each of the Audit Committee and the Remuneration Committee of the Company;
- (2) Mr. Liu has resigned from his office as a non-executive director of the Company; and
- (3) Dr. Fonseca has been appointed as an independent non-executive director of the Company.

The changes in the board committees following the resignation of Mr. Alles are as follows:

- (1) Dr. Mei has been appointed as the chairman of the Nomination and Corporate Governance Committee of the Company;
- (2) Dr. Fonseca has been appointed as a member of the Audit Committee and the Nomination and Corporate Governance Committee of the Company; and
- (3) Mr. Tang has been appointed as a member of the Remuneration Committee of the Company.

The Board is also pleased to announce that it has established the Scientific Committee with effect from April 14, 2023. Dr. Fonseca has been appointed as the chairman of the Scientific Committee, while Dr. Mei and Dr. Chen have been appointed as members of the Scientific Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Antengene Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that:

- i. Mr. Mark J. Alles (“**Mr. Alles**”) has tendered his resignation as an independent non-executive director, the chairman of the nomination and corporate governance committee (the “**Nomination and Corporate Governance Committee**”) of the Company, a member of each of the audit committee (the “**Audit Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from April 14, 2023 in order to pursue other new opportunities taking an executive role within the pharmaceutical industry, which may or may not give rise to a potential conflict of interests.
- ii. Mr. Yilun Liu (“**Mr. Liu**”) has tendered his resignation as a non-executive director of the Company with effect from April 14, 2023 due to his own business engagement which requires more of his attention and dedication.

Each of Mr. Alles and Mr. Liu has confirmed that (i) he has no disagreement with the Board; and (ii) there are no matters with respect to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited or the shareholders of the Company.

Mr. Alles and Mr. Liu have been valuable members of the Board since January 2, 2020 and December 16, 2021, respectively, and have contributed significantly to the Company’s growth and success. The Board would like to take this opportunity to express its deepest appreciation to Mr. Alles and Mr. Liu for their significant contributions to the Board and the Company during his tenure as a member of the Board.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

In addition, the Board is pleased to announce that Dr. Rafael Fonseca (“**Dr. Fonseca**”) has been appointed as an independent non-executive director of the Company with effect from April 14, 2023.

The biographical details of Dr. Fonseca are set out below:

Dr. Fonseca, aged 56, is the Getz Family Professor of Cancer, Professor of Medicine, Chief Innovation Officer at the Mayo Clinic in Arizona and a member of the Mayo Clinic Board of Governors and Board of Trustees. Throughout his training and career, Dr Fonseca has received numerous awards and honors, including the Damon Runyon-Walter Winchell Clinical Investigator Award and the International Waldenström Macroglobulinemia Research Award. He is a Mayo Clinic Distinguished Investigator, the highest academic distinction given to investigators at his institution. He holds memberships and serves in positions for organizations such as the American Society of Clinical Oncology (ASCO), American Society of Hematology (ASH), American Association for Cancer Research, and the International Myeloma Society. His research has been funded by the National Cancer Institute (R01, P01, SP0RE), the Leukemia & Lymphoma Society, the Multiple Myeloma Research Fund, and the Damon Runyon Cancer Research Fund. Dr Fonseca serves as a reviewer and in editorial capacities for medical publications including Blood, Lancet, Nature Medicine, Cancer Cell, Leukemia, and the New England Journal of Medicine, among others. He has given many national and international presentations as a visiting professor and has authored over 300 articles, book chapters, editorials, abstracts, and letters.

Dr. Fonseca earned his medical degree at Universidad Anahuac, Mexico in 1991. He completed a residency in Internal Medicine at the University of Miami, Florida in 1994, and a fellowship in Hematology and Oncology at Mayo Clinic Graduate School of Biomedical Sciences, Rochester, Minnesota in 1998. He was named a clinical investigator for the Damon Runyon Cancer Research Fund. He is a visiting healthcare fellow at the Goldwater Institute.

Dr. Fonseca has entered into a letter of appointment with the Company for his appointment as an independent non-executive director for an initial term of three years commencing on April 14, 2023 until terminated in accordance with the terms and conditions of the letter of appointment or by either party giving to the other not less than two months' prior notice. Dr. Fonseca's directorship with the Company is subject to retirement by rotation and re-election in accordance with the articles of association of the Company and other applicable regulations and laws. Dr. Fonseca will be entitled to an annual director fee of US\$55,000, which is covered by the letter of appointment and has been determined by the Board upon the recommendation of the remuneration committee of the Company with reference to his relevant qualifications, experience, duties and responsibilities within the Company as well as prevailing market benchmark.

Save as disclosed above, Dr. Fonseca does not hold any other position with the Group, has not held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the date of his appointment and does not have other major appointments or professional qualifications.

Save as disclosed above, to the best knowledge of the Company, Dr. Fonseca does not have any relationship with any other director, senior management, substantial shareholder or controlling shareholder of the Company, and does not have any interests in the shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) as at the date of this announcement.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange, nor are there any other matters, relating to the appointment of Dr. Fonseca that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Dr. Fonseca in joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The changes in the board committees following the resignation of Mr. Alles are as follows:

- (1) Dr. Jay Mei ("**Dr. Mei**") has been appointed as the chairman of the Nomination and Corporate Governance Committee;
- (2) Dr. Fonseca has been appointed as a member of the Audit Committee and the Nomination and Corporate Governance Committee; and
- (3) Mr. Sheng Tang ("**Mr. Tang**") has been appointed as a member of the Remuneration Committee.

ESTABLISHMENT OF THE SCIENTIFIC COMMITTEE

The Board is also pleased to announce that it has established the scientific committee (the “**Scientific Committee**”) for the purposes of, among others, providing independent scientific advice to the board of directors and management team with effect from April 14, 2023. The Scientific Committee also reviews and evaluates research and development strategy and plans, monitors progress, provides advice on scientific and technical aspects, oversees compliance with ethical and regulatory requirements, and communicates with the scientific community and the public. Dr. Fonseca has been appointed as the chairman of the Scientific Committee, while Dr. Mei and Dr. Kan Chen (“**Dr. Chen**”) have been appointed as members of the Scientific Committee.

By Order of the Board
Antengene Corporation Limited
Dr. Jay Mei
Chairman

Hong Kong, April 14, 2023

As at the date of this announcement, the board of directors of the Company comprises Dr. Jay Mei, Mr. John F. Chin, Mr. Donald A. Lung and as executive directors; Dr. Kan Chen as a non-executive director; and Ms. Jing Qian, Mr. Sheng Tang and Dr. Rafael Fonseca as independent non-executive directors.