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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)**

### **(1) RETIREMENT OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR (2) WITHDRAWAL OF ORDINARY RESOLUTIONS AT THE AGM (3) NOMINATION OF EXECUTIVE DIRECTORS AND (4) ADDITIONAL RESOLUTIONS TO BE PROPOSED AT THE AGM**

Reference is made to the notice of the annual general meeting to be held on June 18, 2021 (the “**AGM**”) dated April 23, 2021 (the “**AGM Notice**”), the circular dated April 23, 2021 (the “**Circular**”) and the form of proxy for use at the AGM (the “**Form of Proxy**”) of Antengene Corporation Limited (the “**Company**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meaning as those defined in the Circular.

#### **RETIREMENT OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR**

The Board hereby announces that Mr. Yiteng Liu (“**Mr. Liu**”) and Mr. Zhen Li (“**Mr. Li**”), in view of the next stage of strategic growth of the Group and their plan to devote more time to other work commitments, have informed the Board of their intention to retire from the Board and will not seek themselves for re-appointment as an executive Director and a non-executive Director, respectively, at the AGM.

Following Mr. Liu’s retirement at the AGM, he will also cease to be the authorized representative (the “**Authorized Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) with effect from June 18, 2021. Mr. Liu will remain as the chief operating officer of the Company after his retirement at the AGM.

Each of Mr. Liu and Mr. Li has confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Liu and Mr. Li for their valuable contributions to the Company during their terms of office as an executive Director and a non-executive Director, respectively.

## **WITHDRAWAL OF ORDINARY RESOLUTIONS AT THE AGM**

Since Mr. Liu and Mr. Li will not offer themselves for re-election as an executive Director and a non-executive Director, respectively, at the AGM, the ordinary resolutions no. 2(iii) and (v) set out in the AGM Notice and Form of Proxy in relation to re-election of Mr. Liu and Mr. Li as an executive Director and a non-executive Director, respectively, are no longer applicable and will be withdrawn at the AGM.

## **NOMINATION OF EXECUTIVE DIRECTORS**

The Board is pleased to announce that, upon the recommendation of the nomination committee of the Company (the “**Nomination Committee**”), the Board wishes to nominate Dr. Kevin Patrick Lynch (“**Dr. Lynch**”) and Mr. Donald Andrew Lung (“**Mr. Lung**”) as executive Director candidates of the Board to be considered and approved by the Shareholders at the AGM. The Board further announces that Mr. Lung will be appointed as the Authorized Representative with effect from June 18, 2021.

The Nomination Committee has reviewed the qualifications, skills and experience of Dr. Lynch and considered that Dr. Lynch is an industry veteran with almost 30 years of experience in clinical development and medical affairs across multiple countries and regions, and would recommend to the Board to consider his proposed appointment as an executive Director to succeed the vacancy created by Mr. Liu upon his retirement.

The Nomination Committee has also reviewed the qualifications, skills and experience of Mr. Lung and considered that Mr. Lung has over 16 years of experience in investment banking, international capital markets and investing, and would recommend to the Board for considering his proposed appointment as an executive Director to succeed the vacancy created by Mr. Li upon his retirement.

The biographical details of Dr. Lynch and Mr. Lung are as follows:

**Dr. Kevin Patrick Lynch, M.D.**, aged 56, was appointed as the chief medical officer of the Company on March 26, 2021.

Dr. Lynch has almost 30 years of experience in research and development in the pharmaceutical industry and a strong track record in clinical development and medical affairs. He was a vice President at Celgene where he led the clinical development and medical affairs in multiple countries and regions. Before that, he was the Medical Director of Oncology at Novartis Pharmaceuticals Australia. Dr. Lynch was closely involved in early to late clinical development of multiple transformational cancer therapies, including Glivec<sup>®</sup>, Tasigna<sup>®</sup>, Zometa<sup>®</sup>, Femara<sup>®</sup>, Revlimid<sup>®</sup>, Pomalyst<sup>®</sup>, and Vidaza<sup>®</sup>.

Dr. Lynch is an Australian-trained physician. He earned his Bachelor of Medicine and Bachelor of Surgery degree at the University of Tasmania in 1988, Diploma in pharmaceutical medicine in 1996 and Membership of the Faculty of Pharmaceutical Medicine by thesis on the development of cytostatic agents in cancer and gained his Fellowship in 2004. He has published widely, co-authoring more than 100 journal articles and conference abstracts.

As at the date of this announcement, Dr. Lynch is deemed to be interested in 320,000 underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (“**SFO**”).

**Mr. Donald Andrew Lung, J.D., MBA**, aged 39, was appointed as the chief financial officer of the Company on June 8, 2020.

Mr. Lung has over 16 years of experience in investment banking and public equities. From June 2004 to November 2008, Mr. Lung worked at Goldman Sachs (Asia) L.L.C. He was then engaged in the asset management business at Pine River Capital Management from August 2012 to June 2017 and at Myriad Asset Management Limited from August 2017 to August 2019. From October 2019 to June 2020, Mr. Lung worked as a portfolio manager at BFAM Partners (Hong Kong) Limited.

Mr. Lung received his Bachelor of Arts degree in economics and political science from Yale University in May 2004. He also obtained a Master's degree in business administration and a Juris Doctor degree from The Chinese University of Hong Kong, both in November 2015.

As at the date of this announcement, Mr. Lung is deemed to be interested in 3,500,000 underlying shares of the Company within the meaning of Part XV of the SFO.

Each of Dr. Lynch and Mr. Lung will enter into a service contract with the Company which the initial term of the service contract shall be three years commencing from the date of appointment until terminated in accordance with the terms and conditions of the service contract or by either party giving to the other not less than two months' prior notice. Pursuant to the service contracts entered into with the Company, none of the executive Directors will receive any remuneration as Director's fee.

Save as disclosed above, each of Dr. Lynch and Mr. Lung does not hold any other position with the Company or its subsidiaries, 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 and does not have other major appointments and professional qualifications.

Save as disclosed above, to the best knowledge of the Company, each of Dr. Lynch and Mr. Lung 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 of the Company within the meaning of Part XV of the SFO 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 (v) of the Listing Rules, nor are there any other matters relating to the proposed appointments of Dr. Lynch and Mr. Lung that need to be brought to the attention of the Shareholders.

## **ADDITIONAL RESOLUTIONS TO BE PROPOSED AT THE AGM**

Upon the recommendation of the Nomination Committee, the Board wishes to nominate Dr. Lynch and Mr. Lung at the AGM as executive Director candidates of the Board to be considered and approved by the Shareholders. The Board has approved the submission of the following additional ordinary resolutions for consideration and approval by the Shareholders at the AGM in relation to the proposed appointments of Dr. Lynch and Mr. Lung as executive Directors (the “**Additional Resolutions**”):

- “7. (i) To appoint Dr. Kevin Patrick Lynch as an executive Director.
- (ii) To appoint Mr. Donald Andrew Lung as an executive Director.”

A supplemental circular and notice of the AGM containing, among others, the details of the Additional Resolutions, together with a new form of proxy (the “**Revised Form of Proxy**”) are expected to be dispatched to the Shareholders in due course. The Shareholders are requested to complete and return the Revised Form of Proxy in accordance with the instructions printed thereon and return it to the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. The completion and return of the Revised Form of Proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.

Special arrangements for the completion and return of the Revised Form of Proxy will also be set out in the supplemental notice of the AGM. Shareholders who have appointed or intend to appoint any proxy to attend the AGM are requested to pay particular attention to the special arrangements to be set out therein.

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

Hong Kong, May 28, 2021

*As at the date of this announcement, the Board comprises Dr. Jay Mei, Mr. John F. Chin and Mr. Yiteng Liu as executive Directors; Mr. Yanling Cao, Mr. Zhen Li, and Dr. Kan Chen as non-executive Directors; and Mr. Mark J. Alles, Ms. Jing Qian and Mr. Sheng Tang as independent non-executive Directors.*