

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Kwan Rudolf</u>			2. Issuer Name and Ticker or Trading Symbol <u>Athenex, Inc. [ ATNX ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Chief Medical Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O ATHENEX, INC., 1001 MAIN STREET, SUITE 600			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>BUFFALO NY 14203</u>								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/07/2021		M		24,000	A	\$4.55	167,768 <sup>(1)</sup>	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$4.55	05/07/2021		M			24,000	05/09/2014	05/09/2021	Common Stock	24,000	\$0.00	24,000	D	
Stock Option (Right to Buy)	\$4.55							01/02/2016	01/02/2023	Common Stock	96,000		96,000	D	
Stock Option (Right to Buy)	\$4.55							05/13/2018	05/13/2023	Common Stock	48,000		48,000	D	
Stock Option (Right to Buy)	\$4.55							02/12/2018	02/12/2024	Common Stock	120,000		120,000	D	
Stock Option (Right to Buy)	\$4.55							06/12/2017	06/12/2024	Common Stock	48,000		48,000	D	
Stock Option (Right to Buy)	\$5.5							12/16/2018	12/16/2024	Common Stock	200,000		200,000	D	
Stock Option (Right to Buy)	\$7.5							05/22/2019	05/22/2025	Common Stock	120,000		120,000	D	
Stock Option (Right to Buy)	\$11							06/13/2020	06/13/2027	Common Stock	140,000		140,000	D	
Stock Option (Right to Buy)	\$17.3							(2)	03/27/2028	Common Stock	120,000		120,000	D	
Stock Option (Right to Buy)	\$13.17							(3)	02/28/2029	Common Stock	120,000		120,000	D	
Stock Option (Right to Buy)	\$12.45	06/05/2020 <sup>(4)</sup>		A		140,000		(5)	06/05/2030	Common Stock	140,000	\$0.00	140,000	D	

Explanation of Responses:

- Includes 469 shares acquired under the Athenex, Inc. 2017 Employee Stock Purchase Plan.
- This option vests in four equal annual installments beginning on March 27, 2019.
- This option vests in four equal annual installments beginning on February 28, 2020.
- These options were granted contingent on receiving shareholder approval of the Amended and Restated 2017 Omnibus Incentive Plan, which approval was received on June 5, 2020.

5. This option vests in four equal annual installments beginning on June 5, 2021.

**Remarks:**

/s/ Teresa Bair, Attorney-in-Fact 05/07/2021

\*\* 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 4 (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.

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