

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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>Cook Timothy DeVere</u>  (Last) (First) (Middle) <u>C/O ATHENEX, INC., 1001 MAIN STREET SUITE 600</u>  (Street) <u>BUFFALO NY 14203</u>  (City) (State) (Zip)	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 <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span>  <u>See Remarks</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/09/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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	09/09/2022		A		1,079	A	\$0.4635 <sup>(1)</sup>	12,215	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					
Stock Option (Right to Buy)	\$17.29							08/16/2022	08/16/2028	Common Stock	70,000	70,000	D	
Stock Option (Right to Buy)	\$10.26							(2)	08/27/2030	Common Stock	30,000	30,000	D	
Stock Option (Right to Buy)	\$3.56							(3)	09/16/2031	Common Stock	9,000	9,000	D	
Restricted Stock Units	(4)							(5)	(5)	Common Stock	9,000	9,000	D	
Stock Option (Right to Buy)	\$0.6655							(6)	07/20/2032	Common Stock	75,000	75,000	D	

**Explanation of Responses:**

- Shares purchased from the Issuer under a Salary Deduction and Stock Purchase Agreement at the Nasdaq Official Closing Price on the date of purchase.
- This option vests in four equal annual installments beginning on August 27, 2021.
- This option vests in four equal annual installments beginning on September 16, 2022.
- Each restricted stock unit represents a contingent right to receive one share of stock.
- The restricted stock units vest in four equal annual installments beginning on September 16, 2022.
- This option vests in four equal annual installments beginning on July 20, 2023.

**Remarks:**

Chief Business and Commercial Officer, Proprietary Drugs

/s/Steven Adams, Attorney-in-Fact 09/12/2022

\*\* 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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