

| 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

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| 1. Name and Address of Reporting Person* <u>Kwan Rudolf</u> (Last) (First) (Middle) C/O ATHENEX, INC., 1001 MAIN STREET, SUITE 600 (Street) BUFFALO NY 14203 (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 _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ X <u>EVP, Chief Medical Officer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>05/06/2022</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 05/06/2022 | | A | | 10,107 ⁽¹⁾ | A | \$0.4848 | 203,679 | 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) | \$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 | | | | | | | 03/27/2022 | 03/27/2028 | Common Stock | 120,000 | 120,000 | D | |
| Stock Option (Right to Buy) | \$13.17 | | | | | | | (2) | 02/28/2029 | Common Stock | 120,000 | 120,000 | D | |
| Stock Option (Right to Buy) | \$12.45 | | | | | | | (3) | 06/05/2030 | Common Stock | 140,000 | 140,000 | D | |
| Stock Option (Right to Buy) | \$3.8 | | | | | | | (4) | 08/03/2031 | Common Stock | 70,000 | 70,000 | 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 |
| Restricted Stock Units | (5) | | | | | | | (6) | (6) | Common Stock | 70,000 | | 70,000 | 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 February 28, 2020.
- This option vests in four equal annual installments beginning on June 5, 2021.
- The option vests in four equal annual installments beginning on August 3, 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 August 3, 2022.

Remarks:

/s/ Steven Adams, Attorney-in-Fact 05/06/2022

** 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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