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康宁杰瑞

ALPHAMAB ONCOLOGY

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康寧傑瑞生物製藥

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9966)

**(1) APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND A MEMBER
OF STRATEGY COMMITTEE;
(2) CHANGE OF JOINT COMPANY SECRETARY AND AUTHORIZED
REPRESENTATIVE; AND
(3) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17
OF THE LISTING RULES**

**APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND A MEMBER OF STRATEGY
COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Alphamab Oncology (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. CHO Man (左敏) (“**Mr. Cho**”) has been appointed as a non-executive Director and a member of the strategy committee of the Board with effect from October 22, 2024.

The biographical details of Mr. Cho are as follows:

Mr. CHO Man (左敏), aged 63, is a senior economist. From June 2013 to June 2023, Mr. Cho served as an executive director and the president of Shanghai Pharmaceuticals Holding Co., Ltd. (上海醫藥集團股份有限公司), a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 2607) and Shanghai Stock Exchange (stock code: 601607), and held directorships in certain of its subsidiaries, including a director of Shanghai Pharmaceuticals (HK) Investment Limited from August 2017 to August 2023, the chairman of Shanghai SPH Ruier Drugs Co., Ltd. (上海上藥睿爾藥品有限公司) from August 2020 to August 2023 and the chairman and president of Shanghai Biomedical Frontier Industry Innovation Center Co., Ltd. (上海生物醫藥前沿產業創新中心有限公司) from September 2021 to August 2024. From September 2020 to September 2024, he served as the chairman of Shanghai Biomedical Industrial Equity Investment Fund Partnership (Limited Partnership) (上海生物醫藥產業股權投資基金合夥企業(有限合夥)).

In his early career, Mr. Cho served as vice chairman and chief executive officer of the Wing Fat Printing Co., Ltd., vice president of China Resources Pharmaceutical Group Limited, deputy general manager of Sanjiu Enterprise Group, chairman and general manager of Sanjiu Economic Trading Co., Ltd. and Nine Stars Printing and Packaging Co., Ltd., vice director and head of sales department of Shenzhen South Pharmaceutical Factory, and head of transfusion medicine department, head of the drug injection department and pharmacist of Nanfang Hospital, First Military Medical University, Guangzhou, etc.

Mr. Cho obtained a bachelor's degree in pharmacy from Sichuan University (former West China University of Medical Science) and a master's degree in management from the School of Management of Fudan University.

As at the date of this announcement, Mr. Cho is deemed to be interested in 1,040,000 ordinary shares of the Company by virtue of the interests held by his spouse, representing 0.1% of the total issued shares (excluding treasury shares) of the Company.

The Company and Mr. Cho entered into a letter of appointment, with an initial term of three years from October 22, 2024, which is subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the articles of association of the Company, or vacation from office pursuant to any applicable laws from time to time. Mr. Cho is entitled to receive a director's fee of RMB300,000 per annum which is subject to review by the Board with reference to his duties in the Company.

Save as disclosed herein, (i) Mr. Cho does not hold any directorship in other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) Mr. Cho has not previously held any position with any member of the Group and does not hold any other positions with the Company or other members of the Group; (iii) Mr. Cho does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company; (iv) does not have any interests and short positions in the shares or underlying shares of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)), and (v) there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters in relation to his appointment that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warmest welcome to Mr. Cho for his appointment to the Board.

RESIGNATION OF JOINT COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

The Board hereby announces that Ms. WANG Jin'nan (王晉南) ("**Ms. Wang**") has tendered her resignation as a joint company secretary (the "**Joint Company Secretary**") and has ceased to act as an authorized representative of the Company (the "**Authorized Representative**") under Rule 3.05 of the Listing Rules with effect from October 22, 2024 due to her other work commitments.

Ms. Wang has confirmed that she has no disagreement with the Board and there are no matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company in connection with her resignation.

APPOINTMENT OF JOINT COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

The Board further announces that Ms. CHENG Qiulan (程湫嫫) (“**Ms. Cheng**”), has been appointed as the Joint Company Secretary, subject to the Waiver (defined below) to be granted by the Stock Exchange, and the Authorized Representative with effect from October 22, 2024. After the aforesaid changes, Ms. CHAN Lok Yee (“**Ms. Chan**”) will continue to serve as the other Joint Company Secretary.

Set out below are the biographical details of Ms. Cheng:

Ms. CHENG Qiulan (程湫嫫), has been focusing on life science and biotechnology sector for about ten years, with a demonstrated track record of market researching and investor relationship management. Ms. Cheng has been serving as the investor relations manager of the Company since July 2021. Prior to joining the Company, Ms. Cheng had many years of experience as a research analyst, and held positions at multiple listed companies, including senior supervisor of investor relationship and board secretarial department and senior market information specialist. Ms. Cheng received her bachelor’s degree in pharmaceutical engineering from Chongqing University of Posts and Telecommunications.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Although Ms. Cheng does not possess the relevant academic or professional qualifications or relevant experience as required under the Listing Rules, Ms. Cheng as the investor relations manager of the Company, is familiar with the Group’s business operations and strategies, corporate governance, financing and investment, and management of the Group and maintains a close working relationship with the Board. Accordingly, the Board considers Ms. Cheng is a suitable candidate to act as a Joint Company Secretary and believes that her appointment is in the interest of the Company and will facilitate the Group’s corporate governance and on-going compliance with the Listing Rules.

In light of the above, the Company has made application to the Stock Exchange for a waiver from the strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) for a period of three years (the “**Waiver Period**”), commencing from October 22, 2024, being the date of appointment of Ms. Cheng, as a Joint Company Secretary, on the conditions that (i) Ms. Cheng must be assisted by Ms. Chan throughout the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes. The appointment of Ms. Cheng as a Joint Company Secretary is subject to the Waiver to be granted by the Stock Exchange and the Company will make further announcement(s) in due course.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. Cheng, having had the benefit of Ms. Chan's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its appreciation for the valuable contributions of Ms. Wang towards the Company during her tenure of service and warmly welcome Ms. Cheng for her new position as the Joint Company Secretary and the Authorized Representative.

By Order of the Board
Alphamab Oncology
Dr. XU Ting
Chairman and Executive Director

Hong Kong, October 22, 2024

As at the date of this announcement, the Board comprises Dr. XU Ting as the chairman of the Board and executive Director and Ms. LIU Yang as executive Director, Mr. CHO Man as non-executive Director, and Dr. GUO Zijian, Mr. WEI Kevin Cheng and Mr. WU Dong as independent non-executive Directors.