

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**Keymed Biosciences Inc.**  
**康諾亞生物醫藥科技有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2162)**

## **VOLUNTARY ANNOUNCEMENT**

### **LICENSE AGREEMENT WITH PROLIUM FOR THE DEVELOPMENT AND COMMERCIALIZATION OF CM355 (ICP-B02)**

This announcement is made by the Company on a voluntary basis to inform the Shareholders and potential investors of the Company about the latest business advancement of the Company.

Chengdu Keymed, Beijing InnoCare and the Joint Venture have entered into the Agreement with Prolium for the development and commercialization of CM355. Under the terms of the Agreement, Prolium will have the exclusive right to develop, register, manufacture, and commercialize CM355 globally in non-oncology indications and in oncology indications outside of Asia. Payment under the Agreement will be shared equally between Chengdu Keymed and Beijing InnoCare.

CM355, a CD20×CD3 bispecific antibody, is designed to bind both CD20 on tumor cells and CD3 on T-cells, redirecting and activating T-cells to eliminate tumor cells through T-cell Directed Cellular Cytotoxicity (TDCC). This bispecific antibody has demonstrated strong potential in both oncology and non-oncology fields. Currently, CM355 is undergoing clinical trials to assess its safety and efficacy.

Chengdu Keymed and Beijing InnoCare will collectively be entitled to receive an upfront and near-term payment of US\$17.5 million, additional payments up to US\$502.5 million and tiered royalties on net sales from Prolium based on their respective 50% interest in the Joint Venture. The payments are subject to achievement of certain commercial, clinical development and regulatory milestones. The Group and the InnoCare Group will also receive a minority equity stake in Prolium.

#### **About CM355**

CM355 is a novel CD20×CD3 bispecific antibody co-developed by Chengdu Keymed and Beijing InnoCare. A Phase I/II clinical trial in China is currently evaluating the safety, tolerability, pharmacokinetics (PK), and preliminary anti-tumor activity of CM355 in patients with relapsed/refractory non-hodgkin lymphoma (NHL). The study has shown promising early results in both intravenous (IV) and subcutaneous (SC) formulations, particularly in patients with follicular lymphoma (FL) and diffuse large B-cell lymphoma (DLBCL). Based on these encouraging data, a dose-expansion study in combination with other immunochemotherapies is planned, targeting earlier lines of treatment in NHL patients. The investigational new drug (IND) application for the combination therapies has been approved.

## **About Prolium**

Prolium, a Delaware-based company incorporated on August 21, 2024, it is founded and backed by RTW Investments. RTW Investments is a New York-based, global, full life-cycle investment firm that focuses on identifying transformational and disruptive innovations across the biopharmaceutical and medical technologies sectors. As a leading partner of industry and academia, RTW Investments combines deep scientific expertise with a solution-oriented investment approach to advance emerging medical therapies by building and supporting the companies and/or academics developing them.

## **About InnoCare**

InnoCare is an exempted company with limited liability incorporated in the Cayman Islands and listed on the Hong Kong Stock Exchange and Shanghai Stock Exchange. InnoCare is a commercial stage biopharmaceutical company committed to discovering, developing, and commercializing first-in-class and/or best-in-class drugs for the treatment of cancer and autoimmune diseases with unmet medical needs in China and worldwide. InnoCare has branches in Beijing, Nanjing, Shanghai, Guangzhou, Hong Kong, and the United States.

## **Other Information**

To the best knowledge and belief of the Company, Beijing InnoCare, InnoCare, Prolium, RTW Investments and their respective shareholders are independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

As none of the applicable percentages under Rule 14.07 of the Listing Rules in relation to the transactions under Agreement is 5% or more, the transactions under the Agreement are not subject to any of the reporting, announcement or shareholders' approval requirements under Chapter 14 of the Listing Rules.

This announcement is made by the Company on a voluntary basis to provide information to Shareholders and potential investors of the Company. There is no assurance that the Company will ultimately develop, launch and/or commercialize CM355 successfully. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

## **Definitions**

“Agreement”	the exclusive out-license agreement dated January 20, 2025 entered into between Chengdu Keymed, Beijing InnoCare, the Joint Venture, and Prolium
“Board”	the board of Directors
“Beijing InnoCare”	Beijing InnoCare Pharma Tech Co., Ltd., a company established in the PRC and a subsidiary of InnoCare
“Chengdu Keymed”	Keymed Biosciences (Chengdu) Co., Ltd. (康諾亞生物醫藥科技(成都)有限公司), a company established in the PRC on September 1, 2016 and a wholly-owned subsidiary of our Company
“Company”	Keymed Biosciences Inc.

“Director(s)”	director(s) of the Company
“Group”	the Company together with its subsidiaries
“InnoCare”	InnoCare Pharma Limited (諾誠健華醫藥有限公司), an exempted company with limited liability incorporated in the Cayman Islands, whose Hong Kong shares are listed on the Main Board of the Stock Exchange (stock code: 09969) and whose RMB shares are listed on the Shanghai Stock Exchange (stock code: 688428)
“InnoCare Group”	InnoCare together with its subsidiaries
“Joint Venture”	Beijing Tiannuojiancheng Pharma Tech Co., Ltd. (北京天諾健成醫藥科技有限公司), a 50:50 joint venture of the Group and Beijing InnoCare for the discovery, development and commercialization of all biologic products that constitute, comprise or contain CM355
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Prolium”	Prolium Biosciences, Inc.
“Shareholder(s)”	holder(s) of the Company’s share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By order of the Board  
**Keymed Biosciences Inc.**  
**Dr. Bo CHEN**  
*Chairman*

Hong Kong, January 20, 2025

*As at the date of this announcement, the Board of Directors of the Company comprises Dr. Bo CHEN, Dr. Changyu WANG and Dr. Gang XU as executive Directors; Mr. Qi CHEN, Dr. Min Chuan WANG and Mr. Yilun LIU as non-executive Directors; Prof. Xiao-Fan WANG, Prof. Yang KE, and Mr. Cheuk Kin Stephen LAW as independent non-executive Directors.*