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ALX ONCOLOGY HOLDINGS INC

FORM 8-K
(Current report filing)

Filed 11/23/26 for the Period Ending 11/19/26

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Telephone	650-466-7125
CIK	0001810182
Symbol	ALXO
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 19, 2026

ALX ONCOLOGY HOLDINGS INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware	**001-39386**	**85-0642577**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**
323 Allerton Avenue, South San Francisco, California		**94080**
(Address of Principal Executive Offices)		**(Zip Code)**

650-466-7125
(Registrant's Telephone Number, Including Area Code)
Not applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.001 per share	ALXO	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Appointment of Chief Medical Officer

Effective November 23, 2026, the Board of Directors (the "Board") of ALX Oncology Holdings Inc. (the "Company") appointed Siddhartha Mitra, M.D., Ph.D., as Chief Medical Officer.

Dr. Mitra, age 47, served as Chief Medical Officer of Trishula Therapeutics, Inc., a privately held, clinical-stage oncology biopharmaceutical company, from June 2023 to May 2026. From June 2021 to June 2023, Dr. Mitra was Vice President, Clinical Development at Arcus Biosciences, Inc., a public oncology-focused biopharmaceutical company, where he was responsible for clinical development strategy, planning and execution for the company's investigational cancer therapeutics. From September 2018 to June 2021, he was Senior Director and later Executive Director of Clinical Development at Five Prime Therapeutics, Inc., and from July 2015 to August 2018, he held roles in clinical research and development with increasing responsibility at Gilead Sciences, Inc. and Kite Pharma. Dr. Mitra completed his fellowship in hematology and oncology at Stanford University Medical Center following his internship and residency in internal medicine at the University of California, San Francisco. Dr. Mitra earned his M.D. and Ph.D. from the University of California, San Francisco. He earned his B.S. in biological sciences from Stanford University.

There are no arrangements or understandings between Dr. Mitra and any other persons pursuant to which he was appointed Chief Medical Officer. There are no family relationships between Dr. Mitra and any director or executive officer of the Company. There are no transactions in which Dr. Mitra has an interest requiring disclosure under Item 404(a) of Regulation S-K.

In connection with the appointment of Dr. Mitra as the Company's Chief Medical Officer, the Company and Dr. Mitra entered into an employment offer letter. Dr. Mitra's annual base salary will be $505,000, less any applicable withholdings. Dr. Mitra will be eligible for an annual target cash bonus equal to 40% of his annual base salary based on achieving performance objectives established by the Board or the compensation committee of the Board. The employment offer letter also provides that he will be granted a stock option to purchase 800,000 shares of the Company's common stock under the Company's 2025 Inducement Equity Incentive Plan, as an inducement material to his entering into employment with the Company in accordance with Nasdaq Listing Rule 5635(c)(4). The shares subject to the option are scheduled to vest as to 25% on the one-year anniversary of November 27, 2026 (the "Vesting Commencement Date"), with an additional one forty-eighth of the shares vesting monthly thereafter, on the same day of the month as the Vesting Commencement Date, subject to his continued service to the Company through the applicable vesting date.

The foregoing description of the employment offer letter does not purport to be complete and is qualified in its entirety by reference to the full text of the employment offer letter, which the Company intends to file with the Securities and Exchange Commission as an exhibit to a subsequent periodic report.

The Company and Dr. Mitra entered into a change in control and severance agreement on the Company's standard form, a copy of which has been filed as Exhibit 10.12 to the Company's Annual Report on Form 10-K on March 9, 2026.

Dr. Mitra also entered into an indemnification agreement on the Company's standard form, a copy of which was filed as Exhibit 10.1 to the Company's registration statement on Form S-1 (File No. 333-239490) on June 26, 2020.

Transition of Former Chief Medical Officer

On November 19, 2026, Barbara Klencke, M.D., informed the Company of her decision to resign as Chief Medical Officer of the Company, effective November 22, 2026, for personal reasons. Dr. Klencke's resignation is not the result of any disagreement with the Company related to its operations, policies, or practices. Effective November 23, 2026, Dr. Klencke will transition to the role of Senior Clinical Advisor of the Company, with no change to her compensation and benefits through December 31, 2026, after which she is expected to continue to provide services to the Company in a part-time consulting role.

Item 7.01 Regulation FD Disclosure.

On November 23, 2026, the Company issued a press release announcing the appointment of Dr. Mitra as Chief Medical Officer of the Company and Dr. Klencke's transition to the role of Senior Clinical Advisor. A copy of this press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this Item 7.01, including the related information set forth in the press release attached hereto as Exhibit 99.1, is being "furnished" and shall not be deemed "filed" with the Securities and Exchange Commission for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that section and is not incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated November 23, 2026
104	Cover Page Interactive Data File (formatted as Inline XBRL)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALX ONCOLOGY HOLDINGS INC.

Date: November 23, 2026

By: /s/ Jason Lettmann
Jason Lettmann
Chief Executive Officer

Exhibit 99.1

ALX Oncology Appoints Siddhartha Mitra, M.D., Ph.D., as Chief Medical Officer and Announces Transition of Barbara Klencke, M.D., to Senior Clinical Advisor

Seasoned oncology executive brings extensive clinical development expertise and a strong track record of advancing innovative cancer therapies

SOUTH SAN FRANCISCO, Calif., November 23, 2026 – ALX Oncology Holdings Inc. ("ALX Oncology," or "the Company", Nasdaq: ALXO), a clinical-stage biotechnology company advancing a pipeline of novel therapies designed to treat cancer and extend patients' lives, today announced the appointment of Siddhartha Mitra, M.D., Ph.D. as Chief Medical Officer, effective immediately. Dr. Mitra succeeds Barbara Klencke, M.D., who will continue to support ALX Oncology as Senior Clinical Advisor.

"Dr. Mitra is an exceptional leader whose deep clinical development expertise, scientific rigor, and strategic vision have consistently translated groundbreaking science into impactful clinical programs across both solid tumors and hematologic malignancies," said Jason Lettmann, Chief Executive Officer of ALX Oncology. "We are delighted to welcome him as our Chief Medical Officer during a pivotal time for ALX. His extensive experience will be invaluable as we advance evorpacept and ALX2004 through several important milestones, including initial safety and early efficacy data from ALX2004 expected in December and topline data from the Phase 2 ASPEN-09-Breast study in the second half of 2027."

"On behalf of the Company and our Board of Directors, I would also like to thank Dr. Klencke for her exceptional leadership and significant contributions to ALX," Mr. Lettmann added. "We are grateful that she will continue to serve as Senior Clinical Advisor and provide her expertise as we work to unlock the full potential of our pipeline and improve outcomes for patients with cancer."

Dr. Mitra brings over 15 years of experience spanning patient care, academic and translational research, and clinical drug development across hematology and oncology. Most recently, he served as Chief Medical Officer at Trishula Therapeutics, where he led the clinical strategy and advancement of the company's anti-CD39 antibody program. Prior to joining Trishula, he was Vice President of Clinical Development at Arcus Biosciences, overseeing the clinical development of multiple oncology programs across a broad range of solid tumor indications. Earlier in his career, Dr. Mitra held clinical development leadership positions at Five Prime Therapeutics, helping advance the company's oncology portfolio through its acquisition by Amgen, and at Gilead Sciences/Kite Pharma, where he led programs in malignant hematology and oncology. Dr. Mitra earned his M.D. and Ph.D. from the University of California, San Francisco, where he also completed his internship and residency in internal medicine, and subsequently completed fellowships in hematology and medical oncology at Stanford University Medical Center.

"I am excited to join ALX Oncology at a pivotal time for the company," said Dr. Mitra. "Built on a strong scientific foundation and with a differentiated pipeline, ALX is well positioned to make a meaningful difference for patients with cancer. I look forward to working with ALX colleagues, investigators and collaborators to advance evorpacept and ALX2004 through key clinical milestones in the upcoming months, translating scientific innovation into better outcomes for patients."

About ALX Oncology
ALX Oncology (Nasdaq: ALXO) is a clinical-stage biotechnology company advancing a pipeline of novel therapies designed to treat cancer and extend patients' lives. ALX Oncology's lead therapeutic candidate, evorpacept, has demonstrated potential to serve as a cornerstone therapy upon which the future of immuno-oncology can be built. Evorpacept is currently being evaluated across multiple ongoing clinical trials in a wide range of cancer indications. ALX Oncology's second pipeline candidate, ALX2004, is a novel EGFR-targeted antibody-drug conjugate with a differentiated mechanism of action. A Phase 1, dose-escalation trial of ALX2004 is ongoing in patients with EGFR-expressing solid tumors. More information is available at www.alxoncology.com and on LinkedIn and X.

Cautionary Note Regarding Forward-Looking Statements

This press release contains forward-looking statements that involve substantial risks and uncertainties. Forward-looking statements include statements regarding future results of operations and financial position, business strategy, product candidates, planned preclinical studies and clinical trials, results of clinical trials, research and development costs, regulatory approvals, timing and likelihood of regulatory and commercial success, plans and objectives of management for future operations, as well as statements regarding industry trends. Such forward-looking statements are based on ALX Oncology's beliefs and assumptions and on information currently available to it on the date of this press release. Forward-looking statements may involve known and unknown risks, uncertainties and other factors that may cause ALX Oncology's actual results, performance or achievements to be materially different from those expressed or implied by the forward-looking statements. These and other risks are described more fully in ALX Oncology's filings with the Securities and Exchange Commission (SEC), including ALX Oncology's Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and other documents ALX Oncology files with the SEC from time to time. Except to the extent required by law, ALX Oncology undertakes no obligation to update such statements to reflect events that occur or circumstances that exist after the date on which they were made.

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