## FORM 4

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

☑ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *				2.	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Wang Xiaodong					BeiGene, Ltd. [ BGNE ]									,			
(Last) (First) (Middle)  C/O MOURANT GOVERNANCE SERVICES (CAYMAN), 94 SOLARIS AVENUE					3. Date of Earliest Transaction (MM/DD/YYYY)  1/7/2025												
CAMANA E CAYMAN, I	E9 KY1-	AND	p)	4.	. If A	mend	ment, Dat	e O	riginal F	iled (	MM/D	DD/YYYY)	6. Individual of X _ Form filed by _ Form filed by	y One Repor	rting Person		olicable Line)
			Table I -	Non-De	eriva	tive S	ecurities	Acc	quired, l	Dispo	sed o	of, or Ben	eficially Owne	d			
1. Title of Security (Instr. 3)			ns. Date 2	1		3. Trans. Code (Instr. 8)		4. Secur Dispose	4. Securities Acquired Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owner Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	V	Amount	(A) o	r	Price				(I) (Instr. 4)	(Instit 1)
Ordinary Shares							Couc	ļ ,	rimount	(D)		11100			5,240,882	<b>D</b>	
Ordinary Shares															1,025,063	I	See Footnote (1)
Ordinary Shares															4,058,998	I	See Footnote (2)
Ordinary Shares															50	I	See Footnote (3)
American Deposita			1/7/	2025			M		41,760	A		\$6.5			41,760	D	
American Deposita	ry Shares (4)		1/7/	2025			S <sup>(5)</sup>		19,251	D	\$17	75.4573 <sup>(6)</sup>			22,509	D	
American Deposita	ry Shares (4)		1/7/	2025			S(5)		11,310	D	\$17	76.6658 <sup>(7)</sup>			11,199	D	
American Depositary Shares (4) 1/7/2025			2025			S <sup>(5)</sup>		4,260	D	\$17	77.4203 (8)			6,939	D		
American Deposita	ry Shares (4)		1/7/	2025			S <sup>(5)</sup>		5,638	D	\$17	78.3906 <sup>(9)</sup>			1,301	D	
American Deposita	ry Shares (4)		1/7/	2025			S.(5)		1,301	D	\$179	9.1847 (10)			0	D	
	Tal	ble II - Dei	rivative Se	curities	s Ber	neficia	ally Owne	ed (a	<i>e.g.</i> , put	s, call	ls, wa	arrants, o	options, conver	tible seci	ırities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	Deriva Acquir Dispos		nber of tive Securities red (A) or sed of (D) 3, 4 and 5)		6. Date Exercisable and Expiration Date			7. Title and Securities U Derivative (Instr. 3 and	Inderlying Derivative Security Security		Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	Beneficial Ownership (Instr. 4)
				Code	le V (A)	(D)	(D)		e Expirati rcisable Date		Title	Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)		
Share Option (Right to Buy)	\$0.5	1/7/2025		М		(-)	542,8	80	<u>(11)</u>	7/19/	2025	Ordinary Shares	542,880	\$0	2,714,407		

### **Explanation of Responses:**

- (1) These securities are held by a family trust, the beneficiaries of which are the Reporting Person's family members, for which the Reporting Person disclaims beneficial ownership.
- (2) These securities are held by Wang Investment LLC, of which 99% of the limited liability company interest is owned by two grantor retained annuity trusts,

- of which the Reporting Person's wife is a trustee, for which the Reporting Person disclaims beneficial ownership.
- (3) These securities are held by the spouse of the Reporting Person.
- (4) Each American Depositary Share represents 13 Ordinary Shares.
- (5) The sale was effected pursuant to a Rule 10b5-1 trading plan adopted on August 12, 2024.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$175.01 to \$176.00, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of American Depositary Shares sold at each separate price.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$176.02 to \$177.00, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of American Depositary Shares sold at each separate price.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$177.02 to \$178.01, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of American Depositary Shares sold at each separate price.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$178.04 to \$178.97, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of American Depositary Shares sold at each separate price.
- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$179.08 to \$179.33, inclusive. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of American Depositary Shares sold at each separate price.
- (11) These securities vest over a five-year period as follows: 20% on July 19, 2016, and the remaining in 48 successive equal monthly installments, subject to continued service. The expiration date of the share option is July 19, 2025.

#### **Reporting Owners**

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Reporting Owner Name / Address	Relationships							
Reporting Owner Ivame / Address	Director	10% Owner	Officer	Other				
Wang Xiaodong								
C/O MOURANT GOVERNANCE SERVICES (CAYMAN 94 SOLARIS AVENUE				Chair, Scientific Advisory Br				
CAMANA BAY, GRAND CAYMAN, E9 KY1-1108								

### **Signatures**

/s/ Qing Nian, as Attorney-in-Fact 1/8/2025

\*\*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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