

FORM 4

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

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.

**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 * OYLER JOHN <small>(Last) (First) (Middle)</small> C/O MOURANT GOVERNANCE SERVICES (CAYMAN), 94 SOLARIS AVENUE <small>(Street)</small> CAMANA BAY, GRAND CAYMAN, E9 KY1-1108 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol BeiGene, Ltd. [BGNE] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">6/5/2024</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Executive Officer
4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Ordinary Shares ⁽¹⁾	6/5/2024		A		490,464	A	\$0	1,812,018	D	
Ordinary Shares								481,533	I	See Footnote ⁽²⁾
Ordinary Shares								7,727,927	I	See Footnote ⁽³⁾
Ordinary Shares								28,334,115	I	See Footnote ⁽⁴⁾
Ordinary Shares								9,545,000	I	See Footnote ⁽⁵⁾
Ordinary Shares								102,188	I	See Footnote ⁽⁶⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Share Option (Right to Buy)	\$12.23 ⁽²⁾	6/5/2024		A		923,975 ⁽²⁾		⁽³⁾	6/4/2034	Ordinary Shares	923,975	\$0	923,975	D	

Explanation of Responses:

- (1) Represents securities underlying restricted share units. 1/4th of the securities will vest on each anniversary of June 5, 2024, subject to continued service. Unvested securities are subject to accelerated vesting upon a change in control or certain termination events.
- (2) These securities are held by the P&O Trust, the beneficiaries of which include the Reporting Person's child and others, for which the Reporting Person disclaims beneficial ownership.
- (3) These securities are held in a grantor retained annuity trust, of which the Reporting Person's father is a trustee, for which the Reporting Person disclaims

beneficial ownership.

- (4) These securities are held by Oyler Investment LLC, of which 99% of the the limited liability company interest owned by a grantor retain annuity trust, of which the Reporting Person's father is a trustee, for which the Reporting Person disclaims beneficial ownership.
- (5) These securities are held for the benefit of the Reporting Person in a Roth IRA PENSICO trust account.
- (6) These securities are held by The John Oyler Legacy Trust, of which the Reporting Person's father is a trustee, for the benefit of the Reporting Person's minor child, for which the Reporting Person disclaims beneficial ownership.
- (7) The number of securities underlying each option and the exercise price therefor are represented in ordinary shares. Each American Depositary Share represents 13 ordinary shares.
- (8) These securities vest over a four-year period as follows: 25% on the first anniversary of June 5, 2024 with the remaining shares vesting in 36 equal successive monthly installments thereafter, subject to continued service. Unvested shares are subject to accelerated vesting upon change of control or certain termination events.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OYLER JOHN C/O MOURANT GOVERNANCE SERVICES (CAYMAN) 94 SOLARIS AVENUE CAMANA BAY, GRAND CAYMAN, E9 KY1-1108	X		Chief Executive Officer	

Signatures

/s/ Qing Nian, as Attorney-in-Fact

6/7/2024

**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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