

# FORM 5

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

OMB APPROVAL  
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[ ] Check this box if no longer  
subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).  
[ ] Form 3 Holdings Reported  
[ ] Form 4 Transactions  
Reported

### ANNUAL 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. Issuer Name and Ticker or Trading Symbol   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)   |
| <b>Glazer Donald W.</b><br><br>(Last) (First) (Middle)<br><b>C/O MOURANT OZANNES<br/>CORPORATE SERVICES,, 94<br/>SOLARIS AVENUE</b><br><br>(Street)<br><b>CAMANA BAY, GRAND<br/>CAYMAN, E9 KY1-1108</b><br><br>(City) (State) (Zip) | <b>BeiGene, Ltd. [BGNE]</b><br><br>3. Statement for Issuer's Fiscal Year Ended<br>(MM/DD/YYYY)<br><b>12/31/2017</b> | <input checked="" type="checkbox"/> X Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)                          |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY)   |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> X Form Filed by One Reporting Person<br><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<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |       | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---------------|-------|---|---|---|
|                                    |                |   |                              | Amount  | (A) or<br>(D) | Price |   |   |   |
| Ordinary Shares                    | 7/31/2017      |   | G                            | 27287<br>(1)  | D             | \$0   | 4538507   | D   |   |
| Ordinary Shares                    |                |   |                              |   |               |       | 27287   | I   | By wife.  |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans.<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |     | 6. Date Exercisable and<br>Expiration Date<br>(MM/DD/YYYY) |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                               | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned at<br>End of<br>Issuer's<br>Fiscal Year<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|-------------------|---|---------------------------------|--|-----|--|--------------------|--|-------------------------------|---|--|---|--|
|  |  |                   |   |                                 |  |     | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or Number of<br>Shares |   |  |   |  |
|  |  |                   |   |                                 | (A)  | (D) |  |                    |  |                               |   |  |   |  |

#### Explanation of Responses:

- (1) This transaction involved a gift of 27,287 ordinary shares by the Reporting Person to his wife, who shares the Reporting Person's household. The Reporting Person disclaims beneficial ownership of the shares held by his wife, and this report should not be deemed an admission that the Reporting Person is the beneficial owner of his wife's shares for purposes of Section 16 or for any other purpose.

#### Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| <b>Glazer Donald W.</b><br><b>C/O MOURANT OZANNES CORPORATE SERVICES,</b><br><b>94 SOLARIS AVENUE</b><br><b>CAMANA BAY, GRAND CAYMAN, E9 KY1-1108</b> | X             |           |         |       |

#### Signatures

/s/ Scott A. Samuels, Attorney-in-Fact

2/13/2018

\*\* 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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