

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

# 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 <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Wang Lai				]	BeiGene, Ltd. [ BGNE ]							(				
(Last) (First) (Middle)				3	3. Date of Earliest Transaction (MM/DD/YYYY)							Director 10% Owner 10% Officer (give title below) Other (specify below)				
C/O MOURANT GOVERNANCE					6/17/2022							Global Head	of R&D			
SERVICES (				3												
AVENUE																
(Street)				4	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)				
CAMANA BAY, GRAND CAYMAN, E9 KY1-1108												X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)																
(0	, (5	(2.1)	<i>,</i>													
			Table I - N	on-D	erivat	ive Se	ecurities	Acq	uired, D	ispos	ed of, or B	eneficially Owne	ed			
1. Title of Security (Instr. 3)  2. Trans. Date			. 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)			Beneficial Ownership		
							Code	V	Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Ordinary Shares												1	384734		D	
Ordinary Shares												:	58188		I	See Footnote (1)
RMB Shares (2)											0 (3)(4)		I	See Footnote (4)		
American Depositary Shares (5) 6/17/2022			022			S(6)		445	D	\$139.4017	723		D			
American Depositary Shares (5) 6/21/2022			022			S.(8)		723	D	\$149.0092	0		D			
	Tab	le II - Der	ivative Sec	uritio	es Beno	eficial	lly Owne	ed ( <i>e</i> .	.g., puts	, calls	, warrants	, options, conver	tible secu	ırities)		
1. Title of Derivate Security (Instr. 3)	curity Conversion Date Execution (Inst		4. Tra (Instr.	rans. Code tr. 8)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				and Expiration Date Securitie Derivativi (Instr. 3 a			E Underlying Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownershi Form of Derivative Security: Direct (D or Indirect	Beneficial Ownership (Instr. 4)	
				Coc	le V	(A	(I	0)	Exercisabl			hares		(Instr. 4)	4)	

## **Explanation of Responses:**

- (1) These securities are held by Wang Holdings LLC, the limited liability company interests of which are owned by the Reporting Person, his spouse and a trust created by the Reporting Person for the benefit of his spouse and children, for which the Reporting Person disclaims beneficial ownership.
- (2) The term "RMB Shares" is used herein to represent the ordinary shares, par value \$0.0001 per share, of the Issuer, issued directly by the Issuer in the Issuer's initial public offering on the Science and Technology Innovation Board (the "STAR Market") of the Shanghai Stock Exchange (the "STAR Offering"), to permitted investors in Renminbi ("RMB") within the People's Republic of China ("PRC") in accordance with the rules of the STAR Market.
- (3) The Issuer established an employee participation program ("RMB Shares Employee Participation Plan"), which allows certain executive officers and qualified employees of the Issuer's subsidiaries in the PRC to indirectly participate in the STAR Offering and purchase certain RMB Shares from the Issuer through an asset management plan administrated by China International Capital Corporation Limited in a transaction that is exempt under Rule 16b-3. The RMB Share Employee Participation Plan purchased an aggregate of 2,069,546 RMB Shares directly from the Issuer in the STAR Offering at the initial public offering price of RMB192.6 per RMB Share (or \$30.1295 based on an assumed exchange rate of \$1.00 = RMB6.3924).
- (4) The Reporting Person, as an individual participant in the RMB Shares Employee Participation Plan, has contributed RMB10 million to the RMB Shares Employee Participation Plan. The Reporting Person may be deemed to have indirect economic interest in an indeterminable portion of the RMB Shares held by the RMB Shares Employee Participation Plan but does not have voting or dispositive power over any of such shares. The Reporting Person disclaims Section 16 beneficial ownership of the RMB Shares held by the RMB Shares Employee Participation Plan, except to the extent, if any, of his pecuniary interest therein. This report shall not be deemed an admission that the Reporting Person is the beneficial owner of such RMB Shares for Section 16 or any other purpose.
- (5) Each American Depositary Share represents 13 Ordinary Shares.

- (6) The sale was effected pursuant to a mandatory tax withholding provision in the Reporting Person's restricted share unit award agreement in connection with the vesting of a restricted share unit award previously granted to the Reporting Person. 1/4th of the securities will vest on each anniversary of June 16, 2021, subject to continued service.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$139.388 to \$139.418, 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 sale was effected pursuant to a mandatory tax withholding provision in the Reporting Person's restricted share unit award agreement in connection with the vesting of a restricted share unit award previously granted to the Reporting Person. 1/4th of the securities will vest on each anniversary of June 17, 2020, subject to continued service.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.0002 to \$149.065, 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.

### **Reporting Owners**

Reporting Owner Name / Address		Relationships					
reporting Owner Ivame / Address	Director	10% Owner	Officer	Other			
Wang Lai							
C/O MOURANT GOVERNANCE SERVICES (CAYMAN)			Global Head of R&D				
94 SOLARIS AVENUE			Global Head of Reed				
CAMANA BAY, GRAND CAYMAN, E9 KY1-1108							

### **Signatures**

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

\*\*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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.