

# FORM 4

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

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

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

### 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 (Check all applicable)		
<b>BAKER BROS. ADVISORS LP</b>			<b>BeiGene, Ltd. [ BGNE ]</b>			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
<b>860 WASHINGTON STREET, 3RD FLOOR</b>			<b>6/15/2023</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>NEW YORK, NY 10014</b>						<input type="checkbox"/> Form filed by One Reporting Person		
(City) (State) (Zip)			Rule 10b5-1(c) Transaction Indication			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
			<input type="checkbox"/> 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.					

**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			
American Depositary Shares								10418 (1)(2)	D	
American Depositary Shares								10418 (1)(3)	D	
American Depositary Shares								968943	I	See Footnotes (1)(4)(5)(6)
American Depositary Shares								10699954	I	See Footnotes (1)(5)(6)(7)
Ordinary Shares								1 (1)(8)	D	
Ordinary Shares								1 (1)(9)	D	
Ordinary Shares	6/15/2023		A		25844 (10)	A	\$0.00	93413	I	See Footnotes (1)(4)(5)(6)(10)(11)(12)(13)(14)(15)
Ordinary Shares	6/15/2023		A		25844 (10)	A	\$0.00	93417	I	See Footnotes (1)(5)(6)(7)(10)(11)(12)(13)(14)(15)

**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)	\$16.41	6/15/2023		A		53950		(16)	6/14/2033	Ordinary Shares	53950	\$0.00	53950	I	See Footnotes (1)(4)(5)(6)(12)(13)(14)(15)(16)(17)
Share Option (Right to Buy)	\$16.41	6/15/2023		A		53950		(16)	6/14/2033	Ordinary Shares	53950	\$0.00	53950	I	See Footnotes (1)(5)(6)(7)(10)(11)(12)(13)(14)(15)(16)(17)

**Explanation of Responses:**

(1) American Depositary Shares ("ADS") of BeiGene, Ltd. (the "Issuer") each represent 13 Ordinary Shares ("Ordinary Shares") of the Issuer.

- (2) ADS held directly by Julian C. Baker.
- (3) ADS held directly by Felix J. Baker.
- (4) After giving effect to the transactions reported herein and as a result of their ownership interest in (i) Baker Biotech Capital, L.P. and (ii) 667, L.P. ("667"), Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in the Ordinary Shares or ADS, as applicable, reported in column 5 of Table I and the Share Options (as defined below) reported in column 9 of Table II held directly by or held for the benefit of 667, a limited partnership of which the sole general partner is Baker Biotech Capital, L.P., a limited partnership of which the sole general partner is Baker Biotech Capital (GP), LLC, due to their interest in 667 and Baker Biotech Capital, L.P.'s right to receive an allocation of a portion of the profits from 667.
- (5) Baker Bros. Advisors LP (the "Adviser") serves as the investment adviser to 667 and Baker Brothers Life Sciences, L.P. ("Life Sciences", and together with 667, the "Funds"). In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest in the securities held directly by or held for the benefit of the Funds. Baker Bros. Advisors (GP) LLC (the "Adviser GP") is the Adviser's sole general partner. Julian C. Baker and Felix J. Baker are managing members of the Adviser GP. The Adviser has complete and unlimited discretion and authority with respect to the investment and voting power of the securities held directly by or held for the benefit of the Funds. The general partners of the Funds relinquished to the Adviser all discretion and authority with respect to the investment and voting power of the securities held directly by or held for the benefit of the Funds.
- (6) Julian C. Baker, Felix J. Baker, the Adviser GP and the Adviser disclaim beneficial ownership of the securities held directly by or held for the benefit of the Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of Julian C. Baker, Felix J. Baker, the Adviser GP or the Adviser is a beneficial owner of such securities for purposes of Section 16 or any other purpose.
- (7) After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Brothers Life Sciences Capital, L.P. and (ii) Life Sciences, Julian C. Baker and Felix J. Baker may be deemed to have an indirect pecuniary interest in the Ordinary Shares or ADS, as applicable, reported in column 5 of Table I and the Share Options (as defined below) reported in column 9 of Table II directly held by or held for the benefit of Life Sciences, a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital, L.P., a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital (GP), LLC, due to their interest in Life Sciences and Baker Brothers Life Sciences Capital, L.P.'s right to receive an allocation of a portion of the profits from Life Sciences.
- (8) Ordinary Share held directly by Felix J. Baker.
- (9) Ordinary Share held directly by Julian C. Baker.
- (10) Includes 12,922 restricted stock units (each an "RSU") granted by the Issuer to each of Michael Goller and Ranjeev Krishana on June 15, 2023, pursuant to the Issuer's Second Amended and Restated 2016 Share Option and Incentive Plan (the "2016 Plan"). The RSUs vest on the earlier to occur of the first anniversary of the grant date or the date of the next annual general meeting of the Issuer, provided, however, that all vesting of RSUs granted to a director shall cease if that director resigns from the Board or otherwise ceases to serve as a director, unless the Board determines otherwise. Michael Goller and Ranjeev Krishana serve on the Board as representatives of the Funds and their affiliates.
- (11) Includes beneficial ownership of 33,774 Ordinary Shares received from vested RSUs each previously granted to Michael Goller and Ranjeev Krishana, full-time employees of the Adviser, in their capacity as directors of the Issuer. Michael Goller and Ranjeev Krishana serve on the board of directors of the Issuer (the "Board") as representatives of the Funds.
- (12) Pursuant to the policies of the Adviser, Michael Goller and Ranjeev Krishana do not have any right to any of the Issuer's securities issued as part of their service on the Board and the Funds are entitled to an indirect proportionate pecuniary interest in the securities. The Funds each own an indirect proportionate pecuniary interest in the Ordinary Shares received upon vesting of RSUs and non-qualified share options convertible solely into Ordinary Shares of the Issuer ("Share Options") received as a result of their service on the Board. Solely as a result of their ownership interest in (i) the general partners of the Funds and (ii) the Funds, Felix J. Baker and Julian C. Baker may be deemed to have an indirect pecuniary interest in the Ordinary Shares received upon vesting of RSUs, Share Options, and Ordinary Shares received upon the exercise of Share Options (i.e. no direct pecuniary interest).
- (13) The Adviser has voting and dispositive power over the Share Options, RSUs and any Ordinary Shares received as a result of the exercise of Share Options or vesting of RSUs.
- (14) The acquisitions of the RSUs and Share Options (as defined below) reported on this form represent grants to each of Michael Goller and Ranjeev Krishana of 12,922 RSUs on Table I and 26,975 Share Options on Table II. These grants, totaling 25,844 RSUs and 53,950 Share Options for Michael Goller and Ranjeev Krishana in the aggregate, are reported for each of the Funds as each has an indirect pecuniary interest in such securities.
- (15) Pursuant to agreements between Julian C. Baker and the Adviser and the policies of the Adviser, the Adviser has voting and dispositive power over the Stock Options, RSUs and any Common Stock received as a result of the exercise of Stock Options or vesting of RSUs.
- (16) Includes 26,975 Share Options granted by the Issuer to each of Michael Goller and Ranjeev Krishana, full-time employees of the Adviser, in their capacity as directors of the Issuer pursuant to the 2016 Plan. The Share Options have a strike price of \$16.41 and vest on the earlier of June 14, 2024 or the date of the next annual general meeting of the Issuer, provided, however, that all vesting of Share Options granted to a director shall cease if that director resigns from the Board or otherwise ceases to serve as a director, unless the Board determines otherwise.
- (17) The Share Options expire on June 14, 2033. Michael Goller and Ranjeev Krishana serve on the Board of the Issuer as representatives of the Funds. Unvested Share Options are subject to accelerated vesting upon a change in control and certain termination events.

**Remarks:**

Michael Goller and Ranjeev Krishana, full-time employees of Baker Bros. Advisors LP, are directors of BeiGene, Ltd. (the "Issuer"). By virtue of their representation on the board of directors of the Issuer, for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the reporting persons are deemed directors by deputization of the Issuer.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>BAKER BROS. ADVISORS LP</b> <b>860 WASHINGTON STREET, 3RD FLOOR</b>	<b>X</b>	<b>X</b>		

NEW YORK, NY 10014				
667, L.P. 860 WASHINGTON STREET, 3RD FLOOR NEW YORK, NY 10014	X	X		
BAKER JULIAN 860 WASHINGTON STREET, 3RD FLOOR NEW YORK, NY 10014	X	X		
BAKER FELIX 860 WASHINGTON STREET, 3RD FLOOR NEW YORK, NY 10014	X	X		
Baker Bros. Advisors (GP) LLC 860 WASHINGTON STREET, 3RD FLOOR NEW YORK, NY 10014	X	X		
Baker Brothers Life Sciences LP 860 WASHINGTON STREET, 3RD FLOOR NEW YORK, NY 10014	X	X		

**Signatures**

**By: Baker Bros. Advisors LP, Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing**

**6/20/2023**

--Signature of Reporting Person

Date

**Baker Bros. Advisors LP, Mgmt. Co. and Inv. Adviser to 667, L.P., pursuant to authority granted by Baker Biotech Capital, L.P., GP to 667, L.P. Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing**

**6/20/2023**

--Signature of Reporting Person

Date

**/s/ Julian C. Baker**

**6/20/2023**

--Signature of Reporting Person

Date

**/s/ Felix J. Baker**

**6/20/2023**

--Signature of Reporting Person

Date

**By: Baker Bros. Advisors (GP) LLC, Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing**

**6/20/2023**

--Signature of Reporting Person

Date

**Baker Bros. Advisors LP, Mgmt. Co. and Inv. Adviser to BAKER BROTHERS LIFE SCIENCES, L.P., pursuant to authority granted by Baker Brothers Life Sciences Capital, L.P., GP to Baker Brothers Life Sciences, L.P., Name: Scott L. Lessing, Title: President /s/**

**6/20/2023**

--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.