

[] 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

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## 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

Name and Address of Reporting Person *					2. Issuer Name <b>and</b> Ticker or Trading Symbol							ool	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
OVI FR IO	HN			Ве	eiGe	ene. Li	d. [ B	GN	Æ 1					(Cneck all app	iicabie)			
OYLER JOHN (Last) (First) (Middle)					BeiGene, Ltd. [ BGNE ]  3. Date of Earliest Transaction (MM/DD/YYYY)							7)	X Director X 10% OwnerX Officer (give title below) Other (specify below)  Chief Executive Officer					
C/O MOURANT OZANNES					9/27/2017								Chief Executi	ve Office	er			
CORPORA SOLARIS A				Y														
		eet)			If Ar	nendme	nt, Date	Ori	ginal	File	d (MM/D	D/YYY	Y)	6. Individual o	or Joint/G	roup Filing (	Check Appl	icable Line)
GRAND CAYMAN, E9 KY1-1108													X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
((	City) (St	ate) (Zi	ip)															
			Table I -	- Non-Der	rivat	ive Secu	rities A	cqu	uired	, Dis	posed o	of, or l	3ene	eficially Owne	ed			
,			Trans. Date	2A. Deemed Execution Date, if any		3. Trans. Coo (Instr. 8)		de 4. Securities Acq or Disposed of (E (Instr. 3, 4 and 5)		D) Fol		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form:	7. Nature of Indirect Beneficial			
							Code	,	V A	mount	(A) o	r Pric	e				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Ordinary Shares	(1)		9	9/27/2017			A		5	15000	A	\$0		21	745525		D	
Ordinary Shares														298	890174		I	See Footnote
Ordinary Shares														100	000000		I	See Footnote
Ordinary Shares														102188			I	See Footnote
Ordinary Shares													7962663		I	See Footnote		
	Tab	ole II - Der	ivative S	ecurities l	Bene	eficially	Owned	( e.	<i>g</i> . , p	uts, o	calls, w	arran	ts, o	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deeme Execution Date, if any	Code	Derivative		e Securities (A) or of (D)		Expiration Date Sec De			7. Title and A Securities Un Derivative So (Instr. 3 and		Inderlying Derivative Security Security		9. Number of derivative Securities Beneficially Owned	Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	V	(A)	(D)	Ex	ate xercisa		xpiration ate	Title		Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Share Option (Right to Buy)	\$7.70 <u>(6)</u>	9/27/2017		A		935000	(6)		<u>(7)</u>	9/	26/2027	Ordin Shar		935000 (6)	\$0	935000 (6)	D	

## **Explanation of Responses:**

- (1) Represents securities underlying restricted share units ("RSUs"). 1/4th of the securities will vest on each anniversary of June 30, 2017, 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 Oyler Investment LLC, of which 99% of 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.
- (3) These securities are held for the benefit of the Reporting Person in a Roth IRA PENSCO trust account.
- (4) 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.
- (5) 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.
- (6) The number of securities underlying each option and the exercise price therefore are represented in ordinary shares. The exercise price is equal to 1/13 of the closing price of our American Depositary Shares ("ADSs") on the date of grant, as each ADS represents 13 ordinary shares.
- (7) These securities vest over a four-year period as follows: 25% on June 30, 2018, and the remaining in 36 successive equal monthly installments, subject to

continued service. Unvested shares are subject to accelerated vesting upon a change in control or certain termination events.

**Reporting Owners** 

Reporting Owner Name / Address		Relationships						
Reporting Owner Name / Address	Director 10% Owner Officer		Officer	Other				
OYLER JOHN								
C/O MOURANT OZANNES CORPORATE SERVICES,	X	X	Chief Executive Officer					
94 SOLARIS AVENUE, CAMANA BAY	71	24	Chief Executive Officer					
GRAND CAYMAN, E9 KY1-1108								

## **Signatures**

/s/ Scott A. Samuels, as Attorney-in-Fact	9/29/2017		
** 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.