

# FORM 4

## 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  
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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 <sup>*</sup> <b>Peterson Amy C.</b>		2. Issuer Name and Ticker or Trading Symbol <b>BeiGene, Ltd. [ BGNE ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CMO, Immuno-oncology</b>	
(Last) (First) (Middle) <b>C/O MOURANT OZANNES CORPORATE SERVICES,, 94 SOLARIS AVENUE</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>12/17/2018</b>			
(Street) <b>CAMANA BAY, GRAND CAYMAN, E9 KY1-1108</b>		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	
(City) (State) (Zip)					

**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								194569	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		M		9859	A	\$29.10 <a href="#">(2)</a>	9859	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		900	D	\$130.3678 <a href="#">(4)</a>	8959	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		2700	D	\$131.7972 <a href="#">(5)</a>	6259	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		1700	D	\$132.9137 <a href="#">(6)</a>	4559	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		1005	D	\$133.8095 <a href="#">(7)</a>	3554	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		778	D	\$135.0446 <a href="#">(8)</a>	2776	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		2296	D	\$136.2446 <a href="#">(9)</a>	480	D	
American Depositary Shares <a href="#">(1)</a>	12/17/2018		S <a href="#">(3)</a>		480	D	\$136.93 <a href="#">(10)</a>	0	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		M		10141	A	\$29.10 <a href="#">(2)</a>	10141	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		S <a href="#">(3)</a>		1631	D	\$131.735 <a href="#">(11)</a>	8510	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		S <a href="#">(3)</a>		1897	D	\$132.7018 <a href="#">(12)</a>	6613	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		S <a href="#">(3)</a>		2402	D	\$133.8822 <a href="#">(13)</a>	4211	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		S <a href="#">(3)</a>		3600	D	\$134.8099 <a href="#">(14)</a>	611	D	
American Depositary Shares <a href="#">(1)</a>	12/18/2018		S <a href="#">(3)</a>		611	D	\$135.5422 <a href="#">(15)</a>	0	D	

**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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Share Option (Right to Buy)	\$2.24 <a href="#">(16)</a>	12/17/2018		M		128167	<a href="#">(17)</a>	8/21/2026	Ordinary Shares	128167.0	\$0	951833	D	
Share Option (Right to Buy)	\$2.24 <a href="#">(16)</a>	12/18/2018		M		131833	<a href="#">(17)</a>	8/21/2026	Ordinary Shares	131833.0	\$0	820000	D	

#### Explanation of Responses:

- Each American Depositary Share represents 13 Ordinary Shares.
- The exercise price is represented in American Depositary Shares.
- The sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$130.16 to \$131.1599,

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.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$131.38 to \$132.3799, 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.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$132.42 to \$133.4199, 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.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$133.43 to \$134.4299, 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$134.60 to \$135.5999, 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.
- (9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$135.61 to \$136.6099, 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.
- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$136.65 to \$137.6499, 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.
- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$131.01 to \$132.0099, 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.
- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$132.22 to \$133.2199, 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.
- (13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$133.32 to \$134.3199, 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.
- (14) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$134.37 to \$135.3699, 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.
- (15) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$135.40 to \$136.3999, 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.
- (16) The number of securities underlying each option and the exercise price therefor are represented in ordinary shares.
- (17) These securities vest over a four-year period as follows: 25% on the first anniversary of August 22, 2016 with the remaining shares vesting in 36 equal successive monthly installments thereafter, subject to continued service. All unvested shares subject to this option are subject to accelerated vesting upon certain termination events.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Peterson Amy C. C/O MOURANT OZANNES CORPORATE SERVICES, 94 SOLARIS AVENUE CAMANA BAY, GRAND CAYMAN, E9 KY1-1108</b>			<b>CMO, Immuno-oncology</b>	

#### Signatures

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

**12/19/2018**

\*\*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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