

[] 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 Na	me <b>and</b> T	ickeı	r or Trac	ding S	ymbol	5. Relationship of Reporting Person (Check all applicable)	n(s) to Issu	ıer	
OYLER JOHN		BeiGene,	Ltd. [ E	3GN	NE]						
(Last) (First) (Middle)	3. Date of E	arliest Tra	ınsac	tion (M	M/DD/Y	YYYY)	X Director 10% Owner  X Officer (give title below) Other (specify below)				
(East) (First) (Maile)											
C/O MOURANT OZANNES				3/4/	2019			Chief Executive Officer			
CORPORATE SERVICES, 94											
SOLARIS AVENUE											
(Street)		4. If Amend	lment, Dat	e Or	iginal F	iled (N	MM/DD/YYYY)	6. Individual or Joint/Group Filing	(Check Appl	icable Line)	
CAMANA BAY, GRAND								X Form filed by One Reporting Person			
<b>CAYMAN, E9 KY1-1108</b>								Form filed by More than One Reporting I	erson		
(City) (State) (Zip)											
		•						•			
Tab	le I - Non-l	Derivative S	Securities	Acq	uired, I	Dispos	sed of, or Ben	eficially Owned			
1. Title of Security	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)				quired (A) or	5. Amount of Securities Beneficially Owned	6.	7. Nature	
(Instr. 3)					Disposed (Instr. 3,		)	Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)	( ,	
Ordinary Shares		1	Couc	·	Amount	(D)	THEC	17298245	<b>D</b>		
American Depositary Shares (1)	3/4/2019		S (2)		2502	D	\$151.3433 ( <u>3</u> )	2086	D		
American Depositary Shares (1)	3/4/2019		s (2)		1686	D	\$152.5104 (4)	400	D		
American Depositary Shares (1)	3/4/2019		S (2)		200	D	\$153.655 (5)	200	D		
American Depositary Shares (1)	3/4/2019		S (2)		200	D	\$154.51 (6)	0	D		
American Depositary Shares (1)	3/5/2019		s (2)		2233	D	\$151.539 <u>(7)</u>	2558	D		
American Depositary Shares (1)	3/5/2019		S (2)		1958	D	\$152.4334 (8)	600	D		
American Depositary Shares (1)	3/5/2019		s (2)		600	D	\$154.3033 <sup>(9)</sup>	0	D		
Ordinary Shares								7743227	I	See Footnote	
American Depositary Shares (1)	3/4/2019		S (2)		6090	D	\$150.7749 (11)	3700	I	See Footnote	
American Depositary Shares (1)	3/4/2019		S (2)		1700	D	\$151.6053 (12)	2000	I	See Footnote	
American Depositary Shares (1)	3/4/2019		S (2)		1700	D	\$152.5671 (4)	300	I	See Footnote	
American Depositary Shares (1)	3/4/2019		S (2)		300	D	\$154.3767 (13)	0	I	See Footnote	
American Depositary Shares (1)	3/5/2019		S (2)		2000	D	\$150.5455 (14)	4230	I	See Footnote	
American Depositary Shares (1)	3/5/2019		S (2)		1921	D	\$151.6049 (15)	2309	I	See Footnote	
American Depositary Shares (1)	3/5/2019		S (2)		1665	D	\$152.3936 (16)	644	I	See Footnote	
American Depositary Shares (1)	3/5/2019		S (2)		444	D	\$154.0794 (17)	200	I	See Footnote	
American Depositary Shares (1)	3/5/2019		S (2)		200	D	\$154.915 (18)	0	I	See Footnote	
American Depositary Shares (1)	3/6/2019		S (2)		100	D	\$150	100	I	See Footnote	
Ordinary Shares								29439115	I	See Footnote	

1.Title of Security (Instr. 3)		2. Tran	H	2A. Deeme Execution Date, if an	n (Ir	(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		
						Code V		Amount	(A) or (D)	F	Price						
																	(19) See
Ordinary Shares														102188		I	Footnote (20)
Ordinary Shares													1	0000000		I	See Footnote (21)
	Tabl	le II - Der	ivative Sec	urities	Bene	ficially	Owne	d ( e	<i>e.g.</i> , put	s, calls	s, wa	rrants	, options, conve	rtible sec	urities)		
Security Conversion Date Exec	3A. Deemed Execution Date, if any	on (Instr. 8) Deridany Acquidisp					•			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security Securities (Instr. 5) Beneficially Owned	10. Ownership Form of Derivative Security:	Beneficia			
	Security			0.1		(4)	(D)		Date Exercisabl	Expira e Date	ation .	Title Si	mount or Number of		Following Reported Transaction(s)	Direct (D) or Indirect	

### **Explanation of Responses:**

- (1) Each American Depositary Share represents 13 Ordinary Shares
- (2) The sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.00 to \$151.94, 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 Depository Shares, sold at each separate price.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.14 to \$153.07, 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 Depository 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 \$153.20 to \$154.11, 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 Depository 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 \$154.37 to \$154.65, 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 Depository 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 \$151.01 to \$151.98, 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 Depository 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 \$152.11 to \$152.94, 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 Depository 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 \$154.13 to \$154.56, 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 Depository Shares, sold at each separate price.
- (10) 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.
- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.07 to \$151.06, 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 Depository 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 \$151.10 to \$152.09, 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 Depository 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 \$154.11 to \$154.65, 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 Depository 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 \$150.16 to \$151.07, 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 Depository 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 \$151.16 to \$152.15, 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 Depository Shares, sold at each separate price.

- (16) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.17 to \$152.86, 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 Depository Shares, sold at each separate price.
- (17) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$153.55 to \$154.46, 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 Depository Shares, sold at each separate price.
- (18) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$154.85 to \$154.98, 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 Depository Shares, sold at each separate price.
- (19) These securities are held by Oyler Investment LLC, of which 99% of the limited liability company interest is owned by a grantor retained annuity trust, of which the Reporting Person's father is a trustee, for which the Reporting Person disclaims beneficial ownership.
- (20) 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.
- (21) These securities are held for the benefit of the Reporting Person in a Roth IRA PENSCO trust account.

#### **Reporting Owners**

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

#### **Signatures**

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

\*\*Signature of Reporting Person

3/6/2019

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.