

BEIGENE, LTD.

COMMERCIAL ADVISORY COMMITTEE CHARTER

I. General Statement of Purpose

The purpose of the Commercial Advisory Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of BeiGene, Ltd. (the “**Company**”) is to assist the Board in its oversight of the Company’s commercial activities and to advise the Board with respect to strategic commercial considerations.

II. Composition

The number of individuals serving on the Committee shall be fixed by the Board from time to time but shall consist of no fewer than two members. The Board may appoint Committee members for such terms as may be determined by the Board from time to time. In determining whether a director is eligible to serve as a Committee member, the Board may consider the director’s commercial, marketing, sales, regulatory, medical and technical expertise, as well as any other relevant operational or business experience. The Board may also, in its discretion, appoint a Chair of the Committee. At the direction of the Nominating and Corporate Governance Committee of the Board, the Committee shall periodically evaluate its own performance.

The Board may remove or replace any Committee member at any time, with or without cause. Resignation or removal of a director from the Board, for whatever reason, shall automatically constitute resignation or removal, as applicable, from the Committee. Vacancies occurring on the Committee, for whatever reason, may be filled by the Board.

III. Meetings

The Committee may meet at such times and places as it deems appropriate, either in person or by conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting, and the Committee may act by vote of a majority of members present at a meeting. In lieu of a meeting, the Committee may act by unanimous written consent. The Chairperson of the Committee, in consultation with the other members and management, shall set meeting agendas consistent with this Charter.

IV. Commercial Advisory Committee Activities

The Committee's activities shall be as follows:

A. Review of Charter

- Review and reassess the adequacy of this Charter periodically and submit any proposed changes to the Board for approval.

B. Commercial Plans and Programs

- Receive and discuss reports from management regarding the Company's commercial strategy and plans and competitiveness of the Company's commercial programs.

C. Commercial Goals

- Assist, to the extent it deems helpful, the Board and the Compensation Committee of the Board (the "**Compensation Committee**") in setting and evaluating any commercial performance goals under the Company's incentive compensation programs.

D. Commercial Personnel and Resources

- Assist, to the extent it deems helpful, the Board and the Compensation Committee in assessing the capabilities of and evaluating the performance of the Company's key commercial personnel and the depth and breadth of the Company's commercial resources.

E. General

- Review and assist the Board on other topics and perform other functions as may be requested by the Board from time to time.

In addition to the specific powers set forth in this Charter, the Committee shall have such powers as may be necessary or appropriate for it to carry out its duties under this Charter.

V. General

- The Committee shall regularly update the Board about its activities and recommendations.
- The Committee shall have full access to all books and records of the Company in carrying out its duties.

- The Committee shall have the authority to request that any officer or employee of the Company or the Company's outside legal counsel attend a meeting of the Committee.
- The Committee may establish and delegate authority to one or more subcommittees consisting of one or more of its members, when the Committee deems it appropriate to do so.
- The Committee shall have the authority on whatever terms it approves to engage legal, consulting and other advisers to assist it in performing its responsibilities.
- The Committee, at the discretion of the Committee's Chair, may invite directors and others to attend Committee meetings.
- In carrying out its responsibilities, the Committee shall be entitled to rely upon advice and information that it receives in its discussions and communications with management and any experts, advisers and professionals with whom the Committee may consult.

ADOPTED: February 26, 2020

EFFECTIVE: February 26, 2020