

Liang Howard
Form 4
March 20, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Liang Howard

(Last) (First) (Middle)

C/O MOURANT OZANNES
CORPORATE SERVICES, 94
SOLARIS AVENUE

(Street)

CAMANA BAY, GRAND
CAYMAN, E9 KY1-1108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BeiGene, Ltd. [BGNE]

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CFO & Chief Strategy Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
American Depository Shares ⁽¹⁾	03/16/2018		M		10,872 A \$ 6.5 ⁽²⁾	15,872	D
American Depository Shares ⁽¹⁾	03/16/2018		S ⁽³⁾		1,000 D \$ 154.95	14,872	D
American Depository Shares ⁽¹⁾	03/16/2018		S ⁽³⁾		2,208 D \$ 156.7458 ⁽⁴⁾	12,664	D
	03/16/2018		S ⁽³⁾		7,264 D	5,400	D

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American Depository Shares ⁽¹⁾					\$ 157.4105 <u>(5)</u>		
Amerian Depository Shares ⁽¹⁾	03/16/2018		S ⁽³⁾	400	D	\$ 157.9775 <u>(6)</u>	5,000 D
American Depository Shares ⁽¹⁾	03/19/2018		M	24,128	A	\$ 6.5 <u>(2)</u>	29,128 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	500	D	\$ 158.448 <u>(7)</u>	28,628 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	5,200	D	\$ 159.6234 <u>(8)</u>	23,428 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	9,618	D	\$ 160.6001 <u>(9)</u>	13,810 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	3,141	D	\$ 161.6239 <u>(10)</u>	10,669 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	5,133	D	\$ 162.7864 <u>(11)</u>	5,536 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	4,636	D	\$ 163.4818 <u>(12)</u>	900 D
American Depository Shares ⁽¹⁾	03/19/2018		S ⁽³⁾	900	D	\$ 164.3589 <u>(13)</u>	0 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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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 \$159.06 to \$160.05, inclusive. The Reporting Person has provided 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 ADSs 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 \$160.07 to \$161.05, inclusive. The Reporting Person has provided 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 ADSs 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 \$161.13 to \$162.05, inclusive. The Reporting Person has provided 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 ADSs 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 \$162.15 to \$163.13, inclusive. The Reporting Person has provided 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 ADSs 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 \$163.16 to \$164.15, inclusive. The Reporting Person has provided 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 ADSs 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 \$164.16 to \$165.03, inclusive. The Reporting Person has provided 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 ADSs sold at each separate price.
- (14) The number of securities underlying each option and the exercise price therefor are represented in ordinary shares.
- (15) These securities vest over a four-year period as follows: 25% on July 15, 2016, and the remaining in 36 successive equal monthly installments, subject to continued service. All unvested shares subject to this option are subject to accelerated vesting upon a sale event or certain termination events.

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