HKEX
香港交易所

Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 July 2024 Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: BeiGene, Ltd. (incorporated in the Cayman Islands with limited liability)

Date Submitted: 06 August 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	06160	Description				

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	9,500,000,000	USD	0.0001	USD	950,000
Increase / decrease (-)	0			USD	0
Balance at close of the month	9,500,000,000	USD	0.0001	USD	950,000

2. Class of shares	Other class (specify in description)	Type of shares	Other type (specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	Undesignated Shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	500,000,000	USD	0.0001	USD	50,000
Increase / decrease (-)	0			USD	0
Balance at close of the month	500,000,000	USD	0.0001	USD	50,000

Total authorised/registered share capital at the end of the month: USD 1,000,000

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	06160	Description				

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	1,260,477,479	0	1,260,477,479
Increase / decrease (-)	817,063	0	
Balance at close of the month	1,261,294,542	0	1,261,294,542

2. Class of shares	Other class (specify in description)	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	Undesignated Shares			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	500,000,000	0	500,000,000
Increase / decrease (-)	0	0	
Balance at close of the month	500,000,000	0	500,000,000

3. Class of shares	Ordinary shares	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	RMB shares (Listed on the Science and Technology Innovation Board of the Shanghai Stock Exchange, stock code: 688235)			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	115,055,260	0	115,055,260
Increase / decrease (-)	0	0	
Balance at close of the month	115,055,260	0	115,055,260

Remarks:

（1） The 115,055,260 RMB shares are not listed on the SEHK and are not fungible with the ordinary shares of the Company listed on the SEHK.
（2） The balance of ordinary shares listed on SEHK at close of the month as set out in Part II/1 excludes 3,179,461 ordinary shares issued to the Company’s depositary in exchange for a corresponding amount of American Depositary Shares (“ADSs”) for the purposes of ensuring that its depositary has ADSs readily available to satisfy the vesting of restricted share units and the exercise of share options from time to time.

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	06160	Description				

	Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1).	2011 Option Plan (most recently amended on 17/04/2015)	801,184	Cancelled	-45	801,139	0		801,139	0
	General Meeting approval date (if applicable)								
2).	Third Amended and Restated 2016 Share Option and Incentive Plan (most recently amended on 05/06/2024)	157,088,108	Exercised - new shares involved	-817,063	155,303,312	817,063		155,303,312	83,027,281
			Cancelled	-967,733					
	General Meeting approval date (if applicable)								
3).	Fourth Amended and Restated 2018 Employee Share Purchase Plan (most recently amended on 05/06/2024)	0			0			0	5,989,678
	General Meeting approval date (if applicable)								

Increase in issued shares (excluding treasury shares): 817,063 Ordinary shares (AA1)

Decrease in treasury shares: Ordinary shares (AA2)

Total funds raised during the month from exercise of options: USD 411,312.54

(B). Warrants to Issue Shares of the Issuer	Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)	Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	06160	Description				

	Description of other agreements or arrangements	General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	Shares issuable pursuant to (i) the option agreement with Xiaodong Wang and (ii) the option agreement with John V. Oyler		0		15,200,667

Increase in issued shares (excluding treasury shares): 0 Ordinary shares (DD1)

Decrease in treasury shares: Ordinary shares (DD2)

(E). Other Movements in Issued Shares and/or Treasury Shares Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	817,063	Ordinary shares
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):		Ordinary shares

IV. Information about Hong Kong Depositary Receipt (HDR)

Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

(i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares has been received by it;

(ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;

(iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

(iv) all the securities of each class are in all respects identical (Note 5);

(v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with all other legal requirements;

(vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue, sale or transfer;

(vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and

(viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: John V. Oyler

Title: Executive Director, Chairman and Chief Executive Officer

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.

2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".

   In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".

3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.

4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.

5. “Identical” means in this context:

   - the securities are of the same nominal value with the same amount called up or paid up;
   - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
   - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.