

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



BeiGene

BeiGene, Ltd.

*(incorporated in the Cayman Islands with limited liability
and trading as “百濟神州” or “百濟神州有限公司”)*

(Stock Code: 06160)

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH NOTE (1) TO RULE 17.03(9) OF THE LISTING RULES

BeiGene, Ltd. (the “**Company**”) hereby wishes to advise shareholders and other investors that it has applied for, and The Stock Exchange of Hong Kong Limited has granted, a waiver (the “**Waiver**”) from Note 1 to Rule 17.03(9) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) such that the Company may determine the exercise price of options by reference to the higher of: (i) the closing price of the Company’s American Depositary Shares (“**ADSs**”) on the Nasdaq on the date of grant, which must be a Nasdaq trading day; and (ii) the average closing price of the Company’s ADSs on the Nasdaq for the five Nasdaq trading days immediately preceding the date of grant.

The Company applied for the Waiver, and the Waiver was granted, on the bases, among others, that (i) the method for determining the exercise price of options covering ADSs replicates the requirement in Note (1) to Rule 17.03(9) of the Listing Rules; (ii) the majority of the trading volume in the Company’s securities has been on the Nasdaq, (iii) it has been the Company’s practice to issue options over ADSs with exercise prices that are denominated in US dollars; and (iv) it would be impracticable for the Company to strictly comply with Note 1 to Rule 17.03(9) of the Listing Rules.

For and on behalf of the Company
BeiGene, Ltd.

Mr. Scott A. Samuels

Senior Vice President, General Counsel

Hong Kong, 9 November 2018

As at the date of this announcement, the Board of Directors of the Company comprises Mr. John V. Oyler as Chairman and Executive Director, Dr. Xiaodong Wang as Non-executive Director, and Mr. Timothy Chen, Mr. Donald W. Glazer, Mr. Michael Goller, Mr. Ranjeev Krishana, Mr. Thomas Malley, Mr. Jing-Shyh (Sam) Su and Mr. Qingqing Yi as Independent Non-executive Directors.