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BeiGene

BeiGene, Ltd.
百濟神州有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 06160)

POLL RESULTS OF THE 2020 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS HELD ON NOVEMBER 20, 2020

References are made to the circular (the “**Circular**”) and notice of the 2020 Extraordinary General Meeting of Shareholders (the “**EGM**”) of BeiGene, Ltd. (the “**Company**”) dated October 9, 2020. Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the Circular.

The Company is pleased to announce that the ordinary resolution as set out in the Circular was duly passed by way of poll at the EGM held on November 20, 2020 (Cayman Islands time). Full text of the ordinary resolution is set out in the Circular and the poll result for the ordinary resolution is as follows:

Ordinary Resolution		Number of votes (%)		
		For	Against	Abstentions
1.	To approve the grant of an option to acquire shares to Amgen Inc. (“ Amgen ”) to allow Amgen to subscribe for additional shares under a specific mandate in an amount necessary to enable it to increase (and subsequently maintain) its ownership at approximately 20.6% of the Company’s outstanding share capital, up to an aggregate of 75,000,000 ordinary shares during the option term, pursuant to the terms of the Restated Amendment No. 2 dated September 24, 2020 to the Share Purchase Agreement dated October 31, 2019, as amended, by and between the Company and Amgen (“ Ordinary Resolution 1 ”).	797,273,269 98.9585%	8,391,220 1.0415%	236,729,152

Notes:

- (1) As at the record date of the EGM, the total number of ordinary shares of the Company in issue was 1,176,416,659, which included ordinary shares issued to the Depositary in exchange for a corresponding amount of American Depositary Shares for the purposes of ensuring that it has American Depositary Shares readily available to satisfy the vesting of restricted share units and the exercise of share options from time to time.
- (2) As referred to in the Circular, Amgen was interested in 240,816,849 ordinary shares of the Company, representing approximately 20.36% of the total issued share capital of the Company as at the date of the Circular, and was required to refrain or abstain and did refrain or abstain from voting on Ordinary Resolution 1. Accordingly, the total number of ordinary shares entitling the other shareholders to attend and vote for or against or abstain from voting in respect of Ordinary Resolution 1 at the EGM was 935,599,810 ordinary shares.
- (3) The total number of ordinary shares entitling the holders to attend and vote for or against or abstain from voting in respect of Ordinary Resolution 1 at the EGM was 1,176,416,659 ordinary shares.
- (4) There were no shares entitling any holder to attend and abstain from voting in favour of the Ordinary Resolution 1 at the EGM as set out in Rule 13.40 of the HK Listing Rules, and except as disclosed above, no other shareholder was required to abstain from voting at the EGM under the HK Listing Rules.
- (5) No shareholders stated their intention in the Circular to vote against or to abstain from voting on the Ordinary Resolution 1.
- (6) As a simple majority of the votes were cast in favor of the Ordinary Resolution 1, the Ordinary Resolution 1 was duly passed.
- (7) Maurant Governance Services (Cayman) Limited was appointed as the scrutineer at the EGM for the purpose of vote-taking.

By order of the Board
BeiGene, Ltd.
Mr. John V. Oyler
Chairman

Hong Kong, November 23, 2020

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 and Mr. Anthony C. Hooper as Non-executive Directors, and Mr. Timothy Chen, Mr. Donald W. Glazer, Mr. Michael Goller, Mr. Ranjeev Krishana, Mr. Thomas Malley, Dr. Corazon (Corsee) D. Sanders, Mr. Jing-Shyh (Sam) Su and Mr. Qingqing Yi as Independent Non-executive Directors.