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**BeiGene, Ltd.**

**百濟神州有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 06160)**

## **SHARE PURCHASE PURSUANT TO THE EMPLOYEE SHARE PURCHASE PLAN**

This announcement is made pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules. Reference is made to the announcement of the Company dated March 17, 2023 (the “**Announcement**”) in relation to the share purchase during the offering period from March 1, 2023 to August 31, 2023 under the 2018 Employee Share Purchase Plan. Unless otherwise defined herein, capitalized terms used in this announcement have the same meanings defined in the Announcement.

### **UPDATE IN RELATION TO SHARE PURCHASE PURSUANT TO THE 2018 EMPLOYEE SHARE PURCHASE PLAN**

As disclosed in the Announcement, the 2018 ESPP allows eligible employees to purchase the Shares (including in the form of ADSs) at a 15% discount to the market price. Employees would purchase Shares at the end of an offering period using funds deducted from their payroll during the offering period.

The Company wishes to update its shareholders and announce that at the end of the offering period from March 1, 2023 to August 31, 2023, a total of 61,088 ADSs were purchased by 3,218 Participants pursuant to the 2018 ESPP (the “**Purchased ADSs**”). The Purchased ADSs represent 794,144 underlying Shares, representing approximately 0.058% of the total issued Shares at the date of this announcement. Details of the Purchased ADSs are as follows:

|   |  |
|---|--|
| Date of grant/<br>First day of offering period: | March 1, 2023  |
| Vesting/Offering period:                        | 6 months   |
| Number of Participants:                         | As of the end of the offering period, a total of 3,218 eligible employees participated in the 2018 ESPP. |

|  |   |
|--|---|
| Purchase price:  | US\$176.4175 per ADS (approximately HK\$106.53 per Share), which represents 85% of the lower of (i) the Nasdaq closing price of the ADSs of US\$235.88 per ADS (approximately HK\$142.44 per ordinary share) on the first business day of the offering period (being March 1, 2023), and (ii) the Nasdaq closing price of the ADSs of US\$207.55 per ADS (approximately HK\$125.33 per ordinary share) on the last business day of the offering period (being August 31, 2023). |
| Payroll deduction amounts authorized by the eligible employees during the offering period: | US\$11,245,267.06   |
| Total number of the Purchased ADSs:  | 61,088  |
| Total number of underlying Shares of the Purchased ADSs:                                   | 794,144   |
| Clawback mechanism:  | The issuance of Shares to Participants under the 2018 ESPP are not subject to any clawback mechanism for the Company to recover but would be subject to tax withholding by the Company pursuant to the terms and conditions of the 2018 ESPP.   |

The Participants above are employees of the Company or Designated Subsidiary and do not fall under any of the following categories: (a) a Director, chief executive, or substantial shareholder of the Company, or an associate of any of them; (b) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (c) a related entity participant or service provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the issued Shares.

There are no performance targets attached to the participation in the 2018 ESPP. The compensation committee of the Board is of the view that the grants of Shares under the 2018 ESPP to the Participants without performance targets and without a clawback mechanism are market competitive, consistent with the Company's customary practice, and align with the purpose of the 2018 ESPP.

There are no arrangements for the Company or any of its subsidiaries to provide financial assistance to any of the Participants to facilitate the purchase of Shares under the 2018 ESPP.

After the grants above, 1,941,075 Shares remain available for future grants under the 2018 ESPP.

## REASONS FOR AND BENEFITS OF THE GRANTS

The Company believes it is in the best interests of the Company and its shareholders to continue to provide the Company's employees with the opportunity to acquire an ownership interest in the Company through their participation in the 2018 ESPP, encouraging them to remain in our employ and more closely aligning their interests with those of our shareholders.

*For the purpose of this announcement and for illustrative purpose only, conversions of US\$ to HK\$ are based on the exchange rate of US\$1.00 = HK\$7.85 No representation is made that any amounts in HK\$ or US\$ can be or could have been converted at the relevant dates at the above rate or at any other rates or at all.*

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

Hong Kong, September 18, 2023

*As at the date of this announcement, the Board of Directors of the Company consists of Mr. John V. Oyler as Chairman and Executive Director, Dr. Xiaodong Wang as Non-executive Director, and Dr. Margaret Han Dugan, Mr. Donald W. Glazer, Mr. Michael Goller, Mr. Anthony C. Hooper, Mr. Ranjeev Krishana, Mr. Thomas Malley, Dr. Alessandro Riva, Dr. Corazon (Corsee) D. Sanders and Mr. Qingqing Yi as Independent Non-executive Directors.*