

Hillhouse Capital Management, Ltd.  
 Form 3  
 February 01, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *     |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol  |  |
| Â Hillhouse Capital Management, Ltd.          |         |          | (Month/Day/Year)                     | BeiGene, Ltd. [BGNE]   |  |
| (Last)  | (First) | (Middle) |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| C/O DMS HOUSE, 20 GENESIS CLOSE,Â PO BOX 2587 |         |          |                                      | (Check all applicable)   |  |
| (Street)                                      |         |          |                                      | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner                    | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| GEORGE TOWN, GRAND CAYMAN,Â E9Â KY1 1103      |         |          |                                      | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City)  | (State) | (Zip)    |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Ordinary Shares                 | 71,139,367 <sup>(1)</sup>                             | I  | See footnote <sup>(2)</sup> <sup>(3)</sup>            |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

Edgar Filing: Hillhouse Capital Management, Ltd. - Form 3

|                     |                    |       |                                  |          |  |
|---------------------|--------------------|-------|----------------------------------|----------|--|
| Date<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|----------|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Hillhouse Capital Management, Ltd.<br>C/O DMS HOUSE, 20 GENESIS CLOSE<br>PO BOX 2587<br>GEORGE TOWN, GRAND CAYMAN, KY1 1103 | ^             | ^ X       | ^       | ^     |

## Signatures

Hillhouse Capital Management, Ltd. /s/ Richard A. Hornung, General Counsel and Chief Compliance Officer

02/01/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Consists of (i) 4,142,600 ADSs, representing 53,853,800 Ordinary Shares, held by Gaoling Fund, L.P., an exempted Cayman Islands limited partnership ("Gaoling"), (ii) 295,353 ADSs, representing 3,839,589 Ordinary Shares, held by YHG Investment, L.P., an exempted Cayman Islands limited partnership ("YHG"), and (iii) 1,034,306 ADSs, representing 13,445,978 Ordinary Shares held by Hillhouse BGN Holdings Limited, an exempted Cayman Islands company ("BGN").

(2) The securities to which this filing relates are held directly by BGN, YHG, and Gaoling. BGN is owned by Hillhouse Fund II, L.P., an exempted Cayman Islands limited partnership. Hillhouse Capital Management, Ltd., an exempted Cayman Islands company ("Hillhouse Capital" or the "Reporting Person"), acts as the sole management company of Hillhouse Fund II, L.P. Hillhouse Capital also acts as the sole general partner of YHG and the sole management company of Gaoling. Mr. Lei Zhang may be deemed to have controlling power over Hillhouse Capital. Mr. Lei Zhang disclaims beneficial ownership of all of the shares held by BGN, YHG and Gaoling except to the extent of his pecuniary interest therein.

(3) The filing of this statement shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Act of 1934, as amended, or otherwise. The Reporting Person expressly disclaims beneficial ownership of the securities reported herein except to the extent of its pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.