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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)

INSIDE INFORMATION UPDATES ON ARBITRATION PROCEEDING

This announcement is issued pursuant to Rule 13.09 of the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and under Part XIVA of the Securities and Futures Ordinance (Cap. 571)

As previously disclosed, since June 2020, BeiGene, Ltd. (the “**Company**”) has been in an ongoing arbitration proceeding at the International Chamber of Commerce with Celgene Logistics Sàrl (“**Celgene Logistics**”), a subsidiary of Bristol-Myers Squibb Company (“**BMS**”), concerning ABRAXANE® (the “**Arbitration**”).

On August 1, 2023, the Company and its wholly-owned indirect subsidiary, BeiGene Switzerland GmbH, signed a Settlement and Termination Agreement (the “**Agreement**”) with BMS, Celgene Corporation (“**Celgene Corporation**”), Celgene Switzerland LLC, Celgene Kappa Holdings LLC, Celgene Holdings East Corporation, and Celgene Logistics (collectively, “**BMS-Celgene**”), relating to the termination of the parties’ ongoing contractual relationship and the settlement and release of claims in the Arbitration, and the release of claims arising from or related to the License and Supply Agreement (the “**LSA**”), the Amended and Restated Quality Agreement (the “**QA**”), and the Share Subscription Agreement (the “**SSA**”), as well as other disputes and potential disputes between the parties.

Pursuant to the Agreement, the parties agreed to mutually dismiss the Arbitration, and BMS-Celgene agreed to transfer 23,273,108 ordinary shares of the Company, which BMS-Celgene originally purchased from the Company in 2017, in each case subject to and in accordance with the terms and conditions of the Agreement and subject to the satisfaction of certain closing conditions. The Company does not have any payment obligations in respect of the transferred shares pursuant to the Agreement. Furthermore, the parties agreed to terminate the LSA and the QA, effective as of December 31, 2023, subject to the Company’s right to continue selling all inventory of Revlimid and Vidaza until sold out or December 31, 2024, whichever is earlier.

The Agreement provides for a settlement and release by each party of claims or potential claims arising from or relating to the Arbitration, the LSA, the QA and the SSA, as well as other disputes and potential disputes between the parties, in each case subject to and in accordance with the terms and conditions of the Agreement and subject to the satisfaction of certain closing conditions.

Forward-Looking Statements

This announcement contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and other federal securities laws, including statements regarding the settlement. Actual results may differ materially from those indicated in the forward-looking statements as a result of various important factors, including BeiGene's ability to demonstrate the efficacy and safety of its drug candidates; the clinical results for its drug candidates, which may not support further development or marketing approval; actions of regulatory agencies, which may affect the initiation, timing, and progress of clinical trials and marketing approval; BeiGene's ability to achieve commercial success for its marketed medicines and drug candidates, if approved; BeiGene's ability to obtain and maintain protection of intellectual property for its medicines and technology; BeiGene's reliance on third parties to conduct drug development, manufacturing, and other services; BeiGene's limited experience in obtaining regulatory approvals and commercializing pharmaceutical products and its ability to obtain additional funding for operations and to complete the development and commercialization of its drug candidates and achieve and maintain profitability; the impact of the COVID-19 pandemic on BeiGene's clinical development, regulatory, commercial, manufacturing and other operations, as well as those risks more fully discussed in the section entitled "Risk Factors" in BeiGene's most recent quarterly report on Form 10-Q, as well as discussions of potential risks, uncertainties, and other important factors in BeiGene's subsequent filings with the U.S. Securities and Exchange Commission and The Stock Exchange of Hong Kong Limited. All information in this announcement is as of the date of this announcement, and BeiGene undertakes no duty to update such information unless required by law.

The Company's shareholders and potential investors are advised not to place undue reliance on this announcement and to exercise caution in dealing in securities in the Company.

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

Hong Kong, August 2, 2023

As of 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.