SEC Form 4	
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Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] <u>WIRTH PETER</u>			2. Issuer Name and Ticker or Trading Symbol Zai Lab Ltd [ZLAB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) V Director 10% Owner				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/18/2024		Officer (give title below)	Other (specify below)			
C/O ZAI LAB LIMITED 314 MAIN STREET, 4TH FLOOR, SUITE 100		OOR, SUITE 100	4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applica Line) Form filed by One Reporting Person 					
(Street) CAMBRIDGE	МА	02142			Form filed by More that Person	an One Reporting			
	1017 1	02142	Rule 10b5-1(c) Transaction Indication						
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (ransaction Disposed Of (D) (Instr. 3, 4 and Securities ode (Instr. 5) Beneficially		Disposed Of (D) (Instr. 3, 4 and			7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
American Depositary Shares ⁽¹⁾	06/18/2024		A		21,253 ⁽²⁾	Α	\$ <mark>0</mark>	382,919	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature 2 Date Transaction Code (Instr. Expiration Date (Month/Day/Year) Derivative Conversion Execution Date, Amount of Derivative derivative Ownership of Indirect or Exercise (Month/Day/Year) if any Derivative Security Securities Security Securities Beneficial Form: Direct (D) or Indirect (I) (Instr. 4) (Instr. 3) Price of Derivative (Month/Day/Year) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Acquired Owned (Instr. 4) Security (Instr. 3 and 4) Security (A) or Following Disposed of (D) (Instr. 3, 4 Reported Transaction(s) (Instr. 4) and 5)

Explanation of Responses:

1. Each American Depositary Share (ADS) represents ten Ordinary Shares of the issuer. Our ADSs and Ordinary Shares are fully fungible. For purposes of this Form 4, we are reporting this in terms of ADSs.

Date

Exercisable

Expiration

Title

Date

2. Represents restricted shares that vest in full on June 18, 2025, subject to the Reporting Person's continued service as a member of the issuer's board of directors through such vesting date.

/s/ Bruce Blefeld, Attorney-in-06/20/2024

Fact

** Signature of Reporting Person Date

Amount or Number

Shares

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (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).

v

Code

(A) (D)

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

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 Number.