SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Zai Lab Limited

(Name of Issuer)

Ordinary Shares, par value \$0.00006 per share (Title of Class of Securities)

98887Q104** (CUSIP Number)

December 31, 2019 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☑ Rule 13d-1(d)

- * The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.
- ** This CUSIP number applies to the Issuer's American depositary shares, each representing one Ordinary Share.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	(-1		33	88	
1	NAME OF R	EPOF	RTING PERSON		
	SEOLIOIA C	APIT	AL CV IV HOLDCO, LTD. ("SC CV IV HOLDCO")		
2			ROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) □ (b) 🗆			
3	SEC USE ON	NLY			
4	CITIZENSH	IP OR	PLACE OF ORGANIZATION		
	CAYMAN IS	T A NI	DC		
	CATMANTS	5 5	SOLE VOTING POWER		
N	IUMBER OF		0		
DE	SHARES	6	SHARED VOTING POWER		
	ENEFICIALLY DWNED BY		1,567,796		
	EACH	7	SOLE DISPOSITIVE POWER		
REPORTING					
	PERSON WITH	8	0 SHARED DISPOSITIVE POWER		
		0	SHARED DISPOSITIVE FOWER		
			1,567,796		
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,567,796				
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
	_				
11	□ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
11	FERCENT U	T CL	ASS REFRESENTED DT AMOUNT IN ROW 9		
	2.6%1				
12	TYPE OF RE	POR	ΓING PERSON		

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

1	1 NAME OF REPORTING PERSON					
	SEQUOIA C	APIT	AL CHINA VENTURE FUND IV, L.P. ("SC CVF IV")			
2			ROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) 🗆				
3	SEC USE ON	NLY				
4	CITIZENSH	IP OR	PLACE OF ORGANIZATION			
	CAYMAN IS	SLAN	DS			
		5	SOLE VOTING POWER			
			0			
N	IUMBER OF	6	SHARED VOTING POWER			
DE	SHARES ENEFICIALLY		1,567,796 shares, of which 1,567,796 shares are directly owned by SC CV IV HOLDCO. SC CV IV			
	OWNED BY		HOLDCO is wholly owned by SC CVF IV.			
	EACH	7	SOLE DISPOSITIVE POWER			
K	REPORTING PERSON		0			
	WITH	8	SHARED DISPOSITIVE POWER			
			4 FCZ 70C down of a bight 4 FCZ 70C down on bight a could be CC CV IV HOLDCO CC CV IV			
			1,567,796 shares, of which 1,567,796 shares are directly owned by SC CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV.			
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1 507 700					
10	1,567,796 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9					
11	PERCENT U	r CL.	ASS REFRESENTED DI AMMOUNT IN KOW 9			
	2.6%1					
12	TYPE OF RE	EPOR	ΓING PERSON			
	PN					

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

00011	110. 50007 Q10			ruge (or i ruge)		
1	NAME OF R	EPOF	RTING PERSON			
	SC CHINA V	/ENT	URE IV MANAGEMENT, L.P. ("SC CV IV MGMT")			
2			ROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) 🗆				
3	SEC USE ON	NLY				
4	CITIZENSH	IP OR	PLACE OF ORGANIZATION			
	CAYMAN IS	SLAN	DS			
		5	SOLE VOTING POWER			
			0			
N	UMBER OF	6	SHARED VOTING POWER			
BF	SHARES NEFICIALLY		1,567,796 shares, of which 1,567,796 shares are directly owned by SC CV IV HOLDCO. SC CV IV			
	OWNED BY		HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the General Partner of SC CVF IV.			
R	EACH REPORTING	7	SOLE DISPOSITIVE POWER			
	PERSON		0			
	WITH	8	SHARED DISPOSITIVE POWER			
			1,567,796 shares, of which 1,567,796 shares are directly owned by SC CV IV HOLDCO. SC CV IV			
			HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the General Partner of SC CVF IV.			
9	AGGREGAT	E AM	IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,567,796					
10	10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT O	F CL.	ASS REPRESENTED BY AMOUNT IN ROW 9			
	2.6%1					
12	TYPE OF RE	EPOR	TING PERSON			
	PN					

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

CUSIP No. 98887Q104	SCHEDULE 13G	Page 5 of 14 Page
---------------------	--------------	-------------------

	(-	3	88		
1	1 NAME OF REPORTING PERSON					
	SCC GROWTH I HOLDCO A, LTD. ("SCCGI HOLDCO A")					
2			ROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) □ (b) 🗆				
3	SEC USE ON	NLY				
4	CITIZENSH	IP OR	PLACE OF ORGANIZATION			
	CAYMAN IS	LAN	DS			
		5	SOLE VOTING POWER			
N	UMBER OF		0			
	SHARES	6	SHARED VOTING POWER			
	ENEFICIALLY DWNED BY		471,313			
	EACH REPORTING	7	SOLE DISPOSITIVE POWER			
K	PERSON		0			
	WITH	8	SHARED DISPOSITIVE POWER			
			471,313			
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	471,313					
10	CHECK BOX	K IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9			
	0.8%1					
12	TYPE OF RE	PORT	TING PERSON			

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

	•						
1	1 NAME OF REPORTING PERSON						
	SEQUOIA CAPITAL CHINA GROWTH FUND I, LP ("SC CGF I")						
2		E APP) □	ROPRIATE BOX IF A MEMBER OF A GROUP				
3	SEC USE ON	NLY					
4	CITIZENSHI	IP OR	PLACE OF ORGANIZATION				
	CAYMAN IS	LAN	DS				
		5	SOLE VOTING POWER				
			0				
N	UMBER OF SHARES	6	SHARED VOTING POWER				
	NEFICIALLY		471,313 shares, of which 471,313 shares are directly owned by SCCGI HOLDCO A. SCCGI HOLDCO				
(OWNED BY EACH	7	A is wholly owned by SC CGF I. SOLE DISPOSITIVE POWER				
R	REPORTING	/	SOLE DISPOSITIVE FOWER				
	PERSON		0				
WITH		8	SHARED DISPOSITIVE POWER				
	471,313 shares, of which 471,313 shares are directly owned by SCCGI HOLDCO A. SCCGI HOLDCO						
			A is wholly owned by SC CGF I.				
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	471,313						
10	10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES						
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9				
	0.8%1						
12	TYPE OF RE	PORT	TING PERSON				
	PN						

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

00011	110. 50007 Q10		SGMED OFF 180	ruge / or rivuges		
1	NAME OF R	EPOR	RTING PERSON			
			'AL CHINA GROWTH FUND MANAGEMENT I, L.P. ("SCC GF MGMT I")			
2		E APP:) □	PROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) 🗀 (b	, ⊔				
3	SEC USE ON	NLY				
4	CITIZENSH	IP OR	R PLACE OF ORGANIZATION			
	CAYMAN IS	SLANI	DS			
		5	SOLE VOTING POWER			
			0			
N	UMBER OF	6	SHARED VOTING POWER			
BE	SHARES ENEFICIALLY		471,313 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A. SCCGI HOLDCO A is	wholly owned by		
	OWNED BY		SC CGF I. SCC GF MGMT I is the General Partner of SC CGF I.	whony owned by		
п	EACH REPORTING	7	SOLE DISPOSITIVE POWER			
1	PERSON		0			
	WITH	8	SHARED DISPOSITIVE POWER			
			471,313 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A. SCCGI HOLDCO A is	wholly owned by		
			SC CGF I. SCC GF MGMT I is the General Partner of SC CGF I.			
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	471,313					
10	CHECK BOX	X IF T	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9			
	0.8%1					
12	TYPE OF RE	EPORT	TING PERSON			
	PN					

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

00011	110, 5000, Q10	•		ruge o or i i ruges			
1	1 NAME OF REPORTING PERSON						
	SC CHINA HOLDING LIMITED ("SCC HOLD")						
2		E APP) □	PROPRIATE BOX IF A MEMBER OF A GROUP				
3	SEC USE ON	NLY					
4			PLACE OF ORGANIZATION				
	CAYMAN IS	LAINI 5	SOLE VOTING POWER				
			0				
		6	SHARED VOTING POWER				
NUMBER OF SHARES BENEFICIALLY OWNED BY			2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 sha SC CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the CVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I.	General Partner of SC			
R	EACH REPORTING PERSON	7	SOLE DISPOSITIVE POWER 0				
	WITH	8	SHARED DISPOSITIVE POWER				
			2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 sha SC CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the CVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I.	General Partner of SC			
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,039,109						
10							
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9				
	3.4%1						
12	TYPE OF RE	PORT	TING PERSON				
	00						

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

00011	110, 5000, Q10			1 4 9 5 5 1 1 1 1 4 9 5 5			
1	NAME OF R	EPOF	RTING PERSON				
	SNP CHINA ENTERPRISES LIMITED ("SNP")						
2		E APP:) □	ROPRIATE BOX IF A MEMBER OF A GROUP				
3	SEC USE ON	NLY					
4	CITIZENSHI	IP OR	PLACE OF ORGANIZATION				
	BRITISH VII	RGIN					
		5	SOLE VOTING POWER				
			0				
		6	SHARED VOTING POWER				
NUMBER OF SHARES BENEFICIALLY OWNED BY			2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 shares CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the CVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I. SCC HOLD is wholly own	General Partner of SC of SC CGF I. SCC			
	EACH REPORTING PERSON	7	SOLE DISPOSITIVE POWER 0				
	WITH	8	SHARED DISPOSITIVE POWER				
			2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 shares CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the CVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I. SCC HOLD is wholly own	General Partner of SC of SC CGF I. SCC			
9	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	2,039,109						
10	СНЕСК ВОХ	K IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9				
	3.4%1						
12	TYPE OF RE	PORT	ΓING PERSON				
	00						

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

00011	110.00007 Q10			ruge 10 of 11 ruges			
1	1 NAME OF REPORTING PERSON						
	NEIL NANPENG SHEN ("NS")						
2	(a)) 🗆	PROPRIATE BOX IF A MEMBER OF A GROUP				
3	SEC USE ON	NLY					
4	CITIZENSH	IP OR	PLACE OF ORGANIZATION				
	HONG KON	G SA					
		5	SOLE VOTING POWER 0				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6	SHARED VOTING POWER 2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 shares SC CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the GCVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner of HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I. SCC HOLD is wholly owned owns SNP.	eneral Partner of SC f SC CGF I. SCC			
		7	SOLE DISPOSITIVE POWER 0				
		8	SHARED DISPOSITIVE POWER 2,039,109 shares, of which 471,313 shares are directly held by SCCGI HOLDCO A and 1,567,796 shares SC CV IV HOLDCO. SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the GCVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner of HOLD is the General Partner of SC CV IV MGMT and SCC GF MGMT I. SCC HOLD is wholly owned owns SNP.	eneral Partner of SC f SC CGF I. SCC			
9	AGGREGAT	E AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
10	2,039,109						
10	10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES						
11	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW 9				
12		EPORT	TING PERSON				
	IN						

Based on a total of 60,919,842 shares outstanding as of June 30, 2019, as reported in the Issuer's Report on Form 6-K filed with the Securities and Exchange Commission on September 3, 2019.

ITEM 1.

(a) Name of Issuer:

Zai Lab Limited

(b) Address of Issuer's Principal Executive Offices:

4560 Jinke Road,

Bldg. 1, 4F,

Pudong, Shanghai, China 201210

ITEM 2.

(a) Name of Persons Filing:

Sequoia Capital CV IV Holdco, Ltd. Sequoia Capital China Venture Fund IV, L.P. SC China Venture IV Management, L.P. SCC Growth I Holdco A, Ltd.

Sequoia Capital China Growth Fund I, LP

Sequoia Capital China Growth Fund Management I, L.P.

SC China Holding Limited

SNP China Enterprises Limited

Neil Nanpeng Shen

SC CV IV HOLDCO is wholly owned by SC CVF IV. SC CV IV MGMT is the General Partner of SC CVF IV. SCCGI HOLDCO A is wholly owned by SC CGF I. SCC GF MGMT I is the General Partner of SC CV IV MGMT and SCC GF MGMT I is SCC HOLD. SCC HOLD is wholly owned by SNP, a company wholly owned by NS.

(b) Address of Principal Business Office or, if none, Residence:

2800 Sand Hill Road, Suite 101 Menlo Park, CA 94025

(c) Citizenship:

SC CV IV HOLDCO, SC CVF IV, SC CV IV MGMT, SCCGI HOLDCO A, SC CGF I, SCC GF MGMT I, SCC HOLD:

Cayman Islands

SNP: British Virgin Islands NS: Hong Kong SAR

(d) CUSIP Number:

98887Q104

ITEM 3.

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

NOT APPLICABLE

ITEM 4. OWNERSHIP

SEE ROWS 5 THROUGH 11 OF COVER PAGES

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \boxtimes .

CUSIP No.	. 98887Q104	SCHEDULE 13G	Page 12 of 14 Pages
ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT		Γ ON BEHALF OF ANOTHER PERSO	N
		NOT APPLICABLE	
ITEM 7.	IDENTIFICATION AND CLASSIFICATION OF THE PARENT HOLDING COMPANY.	THE SUBSIDIARY WHICH ACQUIRE	ED THE SECURITY BEING REPORTED ON BY
		NOT APPLICABLE	
ITEM 8.	IDENTIFICATION AND CLASSIFICATION OF	MEMBERS OF THE GROUP. NOT APPLICABLE	

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

NOT APPLICABLE

ITEM 10. CERTIFICATION

NOT APPLICABLE

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2020

Sequoia Capital CV IV Holdco, Ltd.

By: Sequoia Capital China Venture Fund IV, L.P. its Sole Member

By: SC China Venture IV Management, L.P. its General Partner

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen
Neil Nanpeng Shen, Authorized Signatory

Sequoia Capital China Venture Fund IV, L.P.

By: SC China Venture IV Management, L.P. its General Partner

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen
Neil Nanpeng Shen, Authorized Signatory

SC China Venture IV Management, L.P.

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen
Neil Nanpeng Shen, Authorized Signatory

SCC Growth I Holdco A, Ltd.

By: Sequoia Capital China Growth Fund I, LP its Sole Member

By: Sequoia Capital China Growth Fund Management I, L.P. its General Partner

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen

Neil Nanpeng Shen, Authorized Signatory

Sequoia Capital China Growth Fund I, LP

By: Sequoia Capital China Growth Fund Management I, L.P. its General Partner

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen

Neil Nanpeng Shen, Authorized Signatory

Sequoia Capital China Growth Fund Management I, L.P.

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen
Neil Nanpeng Shen, Authorized Signatory

SC China Holding Limited

By: /s/ Neil Nanpeng Shen

Neil Nanpeng Shen, Authorized Signatory

SNP China Enterprises Limited

By: /s/ Neil Nanpeng Shen

Neil Nanpeng Shen, Authorized Signatory

Neil Nanpeng Shen

By: /s/ Neil Nanpeng Shen

Neil Nanpeng Shen