

Bertrand William C JR
 Form 4
 January 08, 2019

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 Bertrand William C JR

2. Issuer Name and Ticker or Trading Symbol
 Adaptimmune Therapeutics PLC
 [ADAP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 21729 BRINK MEADOW LANE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/04/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Operating Officer

GERMANTOWN, MD 20876
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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

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.

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 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|---|------------------------------------|------------------|------------|--|---|---------------------|--------------------|--------------------|----------------------------|
| | | | | Code | V | | | | |
| Option to purchase Ordinary Shares | \$ 0.89 ⁽¹⁾ | 01/04/2019 | A | 1,006,224 | | ⁽²⁾ | 01/04/2029 | Ordinary Shares | 1,006, |
| Option to purchase Ordinary Shares | \$ 0.0013 ⁽³⁾ | 01/04/2019 | A | 224,724 | | ⁽⁴⁾ | ⁽⁵⁾ | Ordinary Shares | 224,7 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bertrand William C JR 21729 BRINK MEADOW LANE GERMANTOWN, MD 20876 | | | Chief Operating Officer | |

Signatures

/s/ William Charles
Bertrand 01/08/2019

 Signature of Reporting
Person Date

Explanation of Responses:

- * 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).
- (1) The exercise price was converted from GBP0.70 based on an exchange rate of \$U.S. 1.26332 - GBP1.00. The actual exercise price will be the pounds sterling amount.
Exercisable as to 251,556 Ordinary Shares on January 4, 2020 and will be exercisable as to the remainder in monthly installments of
- (2) 20,958 Ordinary Shares on the fourth of each month from February 4, 2020 through December 4, 2022 and 21,138 Ordinary Shares on January 4, 2023.
- (3) The exercise price was converted from GBP0.001, being the nominal value of an ordinary share, based on an exchange rate of \$U.S. 1.26332 - GBP1.00. The actual exercise price will be the pounds sterling amount.
- (4) Exercisable as to 56,178 Ordinary Shares on January 4, 2020 and will be exercisable as to the remainder in annual installments of 56,178 Ordinary Shares on January 4, 2021 and January 4, 2022 and 56,190 Ordinary Shares on January 4, 2023.
- (5) The expiration date of each annual installment of ordinary shares is March 15 of the calendar year following the year in which that installment becomes exercisable.

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.