

Adaptimmune Therapeutics PLC

Form 3

January 04, 2016

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated 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 *

Â Noble James

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/01/2016

3. Issuer Name **and** Ticker or Trading Symbol
Adaptimmune Therapeutics PLC [ADAP]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

Chief Executive Officer

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting PersonFLAT 12, VICTORIA
GARDENS, 15
MARSTON,Â FERRY ROAD

(Street)

OXFORD,Â X0Â OX2 7EF

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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 with a nominal value of
GBP0.001 per share

9,972,600

D

Â

Ordinary Shares with a nominal value of
GBP0.001 per share ⁽¹⁾

1,200,000

D

Â

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)**

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to purchase Ordinary Shares	Â <u>(2)</u>	03/31/2024	Ordinary Shares	1,335,000	\$ 0.1671 <u>(5)</u>	D	Â
Option to purchase Ordinary Shares	Â <u>(3)</u>	04/14/2024	Ordinary Shares	438,100	\$ 0.1671 <u>(6)</u>	D	Â
Option to purchase Ordinary Shares	Â <u>(4)</u>	12/19/2024	Ordinary Shares	3,500,000	\$ 0.5308 <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Noble James FLAT 12, VICTORIA GARDENS, 15 MARSTON FERRY ROAD OXFORD,Â X0Â OX2 7EF	Â X	Â	Â Chief Executive Officer	Â

Signatures

/s/ James Julian Noble Name: James Julian Noble

01/04/2016

**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) Represented by 200,000 American Depositary Shares ("ADSs") held by Mr. Noble. Mr. Noble holds these Ordinary Shares in the form of ADSs. Each ADS represents six Ordinary Shares of Adaptimmune Therapeutics plc.
- (2) Currently exercisable as to 915,000 Ordinary Shares and will be exercisable as to the remainder ratably in annual installments on the thirty first of March from March 31, 2016 through March 31, 2018.
- (3) Currently exercisable as to 109,500 Ordinary Shares and will be exercisable as to 109,500 Ordinary Shares on each of April 14, 2016 and April 14, 2017 and as to 109,600 Ordinary Shares on April 14, 2018.
- (4) Exercisable as to 875,000 Ordinary Shares on December 19, 2015 and will be exercisable as to the remainder in monthly installments of 72,900 Ordinary Shares on the nineteenth of each month from January 19, 2016 through November 19, 2018, and in one installment of 73,500 Ordinary Shares on December 19, 2018.

The exercise price was converted from GBP0.112 based on the noon buying rate of the Federal Reserve Bank of New York for the U.S. dollar on the date of grant. The actual exercise price will be the pounds sterling amount regardless of the exchange rate on the date of grant or of exercise.

The exercise price was converted from GBP0.112 based on the noon buying rate of the Federal Reserve Bank of New York for the U.S. dollar on the date of grant. The actual exercise price will be the pounds sterling amount regardless of the exchange rate on the date of grant or of exercise.

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- The exercise price was converted from GBP0.3557 based on the noon buying rate of the Federal Reserve Bank of New York for the U.S. dollar on the date of grant. The actual exercise price will be the pounds sterling amount regardless of the exchange rate on the date of grant or of exercise.
- (7)

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

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