

Adaptimmune Therapeutics PLC  
 Form 3  
 January 04, 2016

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

OMB APPROVAL  
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**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Tayton-Martin Helena Katrina            |         | (Month/Day/Year)                     | Adaptimmune Therapeutics PLC [ADAP]  |  |
| (Last)                                    | (First) | (Middle)                             | 01/01/2016   |  |
| BROCK HOUSE,<br>SHEEPDROVE, LAMBOURN      |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| HUNGERFORD,Â X0Â RG17<br>7XA              |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Chief Operating Officer  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)                         | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|--|--|---|--|
| Ordinary Shares with a nominal value of GBP0.001 per share | 1,815,000  | D   | Â  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                                    | Date Exercisable | Expiration Date | Title           | Amount or Number of Shares | Security      | Direct (D) or Indirect (I) (Instr. 5) |   |
|------------------------------------|------------------|-----------------|-----------------|----------------------------|---------------|---------------------------------------|---|
| Option to purchase Ordinary Shares | Â (1)            | 01/25/2022      | Ordinary Shares | 192,500                    | \$ 0.1671 (5) | D                                     | Â |
| Option to purchase Ordinary Shares | Â (2)            | 01/01/2023      | Ordinary Shares | 742,500                    | \$ 0.1671 (6) | D                                     | Â |
| Option to purchase Ordinary Shares | Â (3)            | 04/14/2024      | Ordinary Shares | 850,000                    | \$ 0.1671 (7) | D                                     | Â |
| Option to purchase Ordinary Shares | Â (4)            | 12/19/2024      | Ordinary Shares | 1,750,000                  | \$ 0.5308 (8) | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Tayton-Martin Helena Katrina<br>BROCK HOUSE, SHEEPDROVE, LAMBOURN<br>HUNGERFORD, X0 RG17 7XA | Â             | Â         | Â Chief Operating Officer | Â     |

## Signatures

/s/ Helen Katrina Tayton-Martin Name: Helen Katrina Tayton-Martin

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) Currently exercisable as to 144,300 Ordinary Shares and will be exercisable as to 48,200 Ordinary Shares on January 25, 2016.
- (2) Currently exercisable as to 694,500 Ordinary Shares and will be exercisable as to 48,000 Ordinary Shares on January 1, 2017.
- (3) Currently exercisable as to 212,500 Ordinary Shares and will be exercisable as to the remainder ratably in annual installments on the fourteenth of April from April 14, 2016 through April 14, 2018.  
Exercisable as to 437,500 Ordinary Shares on December 19, 2015 and will be exercisable as to the remainder in monthly installments of
- (4) 36,400 Ordinary Shares on the nineteenth of each month from January 19, 2016 through November 19, 2018, and in one installment of 38,500 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.
- (5) 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.
- (6) 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.
- (7) 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.
- (8) 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

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grant or of exercise.

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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