

TAYTON-MARTIN HELEN KATRINA

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 *
 TAYTON-MARTIN HELEN
 KATRINA

(Last) (First) (Middle)

BROCK HOUSE, SHEEPDROVE,
 LAMBOURN

(Street)

HUNGERFORD, X0 RG17 7XA

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

____ Director ____ 10% Owner
 ____X____ Officer (give title below) ____ Other (specify below)
 Chief Business Officer

6. Individual or Joint/Group Filing(Check
 Applicable Line)
 ____X____ 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price

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

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SEC 1474
 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
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⁾	01/04/2029	Ordinary Shares	224,7

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
TAYTON-MARTIN HELEN KATRINA BROCK HOUSE, SHEEPDROVE, LAMBOURN HUNGERFORD, X0 RG17 7XA	Chief Business Officer

Signatures

/s/ Helen
Tayton-Martin 01/08/2019

Signature of Reporting Date
Person

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 2, 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.

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.