

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Chimovits Erez</u>			2. Issuer Name and Ticker or Trading Symbol <u>Adicet Bio, Inc. [ACET]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>09/15/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O ADICET BIO, INC. 500 BOYLSTON STREET, 13TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	BOSTON MA 02116							
(City)	(State)	(Zip)						

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/15/2020		A		902,885	A	(1)	902,855	I	See Footnotes(2)(5)
Common Stock	09/15/2020		A		292,607	A	(3)	292,607	I	See Footnotes(4)(5)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$16.11	09/17/2020		A		30,000		(6)	09/17/2030	Common Stock	30,000	\$0	30,000	D(6)	

Explanation of Responses:

- Received in exchange for 7,281,335 shares of the common stock of Adicet Bio, Inc., ("Old Adicet") on the closing of the merger (the "Merger") pursuant to the Agreement and Plan of Merger dated April 18, 2020 (the "Merger Agreement") by and among the Issuer, Old Adicet and Project Oasis Merger Sub, Inc., a direct, wholly-owned subsidiary of the Issuer, whereby each share of Old Adicet common stock was canceled and automatically converted into .1240 shares of Issuer common stock (the "Exchange Ratio"), with fractional shares being eliminated after first being aggregated, as provided in the Merger Agreement. The Issuer was renamed Adicet Bio, Inc. following the closing of the Merger.
- These shares of the Issuer's common stock are held of record by OrbiMed Israel Partners Limited Partnership ("OIP"). OrbiMed Israel BioFund GP Limited Partnership ("OrbiMed BioFund") is the general partner of OIP, and OrbiMed Israel GP Ltd. ("OrbiMed Israel GP") is the general partner of OrbiMed BioFund. By virtue of such relationships, OrbiMed BioFund and OrbiMed Israel GP may be deemed to have voting and investment power with respect to the shares held directly by OIP noted above and, as a result, may be deemed to beneficially own such securities for purposes of Rule 13d-3 under the Exchange Act. OrbiMed Israel GP exercises this investment and voting power through a management committee comprised of Carl L. Gordon, Jonathan T. Silverstein, Nissim Darvish, Anat Naschitz, and the Reporting Person, each of whom disclaims beneficial ownership of the shares held by OIP.
- Received in exchange for 2,359,734 shares of the common stock of Old Adicet on the closing of the Merger, as described in footnote 2.
- These shares of the Issuer's common stock are held of record by OrbiMed Israel Partners II, L.P. ("OIP II"). OrbiMed Israel GP II, L.P. ("OrbiMed Israel GP II") is the general partner of OIP II, and OrbiMed Advisors Israel II Limited ("OrbiMed Israel II") is the general partner of OrbiMed Israel GP II. By virtue of such relationships, OrbiMed Israel GP II and OrbiMed Israel II may be deemed to have voting and investment power with respect to the shares held directly by OIP II noted above and, as a result, may be deemed to beneficially own such securities for purposes of Rule 13d-3 under the Exchange Act. OrbiMed Israel II exercises this investment and voting power through a management committee comprised of Carl L. Gordon, Jonathan T. Silverstein, Nissim Darvish, Anat Naschitz, and the Reporting Person, each of whom disclaims beneficial ownership of the shares held by OIP II.
- Each of the Reporting Person, OrbiMed BioFund, OrbiMed Israel GP, OrbiMed Israel GP II, and OrbiMed Israel II disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Exchange Act, except to the extent of his or its pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Person, OrbiMed BioFund, OrbiMed Israel GP, OrbiMed Israel GP II, or OrbiMed Israel II is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.
- This option was granted on September 17, 2020 with respect to 30,000 shares of Common Stock. 1/36th of the shares of the Issuer's common stock subject to the option shall vest on each of the next thirty-six (36) monthly anniversaries of the grant date, provided that the Reporting Person remains in continuous service as of the applicable vesting date. Pursuant to agreements with OrbiMed BioFund, OrbiMed Israel GP, OrbiMed Israel GP II and OrbiMed Israel II, the Reporting Person is obligated to transfer these securities, or the economic benefit thereof, to OrbiMed BioFund, OrbiMed Israel GP, OrbiMed Israel GP II, and OrbiMed Israel II, which will in turn ensure that such securities or economic benefit are provided to OIP and OIP II.

/s/ Erez Chimovits

09/17/2020

** Signature of Reporting Person

Date

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

* 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).

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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