

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>ABBOT STEWART</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) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ X See Remarks		
(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) X 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			

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
Employee Stock Option (right to buy)	\$2.26	09/15/2020		A		84,791		(1)	08/14/2028	Common Stock	84,791	(2)	84,791	D	
Employee Stock Option (right to buy)	\$5.97	09/15/2020		A		57,151		(3)	10/15/2029	Common Stock	57,151	(4)	57,151	D	
Incentive Stock Option (right to buy)	\$16.11	09/17/2020		A		63,751		(5)	09/17/2030	Common Stock	63,751	\$0.00	63,751	D	

Explanation of Responses:

- 25% of the option vested on June 27, 2019, and 1/36th of the remaining unvested option vests on each of the next thirty-six (36) monthly anniversaries thereafter, provided that Dr. Abbot remains in continuous service as of the applicable vesting date.
- Received in exchange for an employee stock option to acquire 683,800 shares of common stock of Adicet Bio, Inc., a Delaware corporation ("Old Adicet"), for \$0.280 per share in connection with the merger (the "Merger") of Old Adicet with and into Project Oasis Merger Sub, Inc., a Delaware corporation and a wholly owned subsidiary of resTORbio, Inc., a Delaware corporation ("resTORbio"). On the effective date of the Merger, resTORbio changed its name to "Adicet Bio, Inc."
- 1/48th of the option vests on each of the forty-eight (48) monthly anniversaries of October 15, 2019, provided that Dr. Abbot remains in continuous service as of the applicable vesting date.
- Received in exchange for an employee stock option to acquire 460,900 shares of common stock of Old Adicet for \$0.740 per share in connection with the Merger.
- 1/48th of the shares of common stock subject to the option shall vest on each of the forty-eight (48) monthly anniversaries of the vesting commencement date, provided that Dr. Abbot remains in continuous service as of the applicable vesting date.

Remarks:

Chief Scientific and Operating Officer

/s/ Nick Harvey, Attorney-in-Fact for Stewart Abbot 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.

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 Number.