

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 10, 2023

Adicet Bio, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-38359
(Commission File Number)

81-3305277
(IRS Employer
Identification No.)

200 Berkeley Street, 19th Floor
Boston, Massachusetts
(Address of Principal Executive Offices)

02116
(Zip Code)

Registrant's Telephone Number, Including Area Code: (650) 503-9095

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	ACET	The Nasdaq Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors.

On July 10, 2023, upon the recommendation of the Nominating and Corporate Governance Committee (the “NCG Committee”) of the board of directors (the “Board”) of Adicet Bio, Inc. (the “Company”), the Board appointed Katie Peng to the Board, effective as of July 10, 2023, to fill the newly created vacancy on the Board resulting from an increase in the size of the Board from eight (8) to nine (9) directors. Ms. Peng will serve as a Class I director until her term expires at the 2025 annual meeting of stockholders at which time she will stand for reelection by the Company’s stockholders. The Board determined that Ms. Peng is independent under the listing standards of The Nasdaq Stock Market (“Nasdaq”).

As a non-employee director, Ms. Peng will receive cash compensation for her Board service in accordance with the Company’s Amended and Restated Non-Employee Director Compensation Policy, as amended. In addition, upon her election as a director on July 10, 2023, Ms. Peng was granted an option to purchase 70,200 shares of the Company’s common stock at an exercise price per share of \$3.38 with the shares vesting and becoming exercisable in thirty-six (36) equal monthly installments commencing on July 10, 2023, subject to the continued service of Ms. Peng on the Board. Ms. Peng is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K, and there are no arrangements or understandings between Ms. Peng and any other persons pursuant to which she was selected as a director. In addition, Ms. Peng has entered into an indemnification agreement with the Company consistent with the form of indemnification agreement entered into between the Company and its existing non-employee directors.

Item 7.01 Regulation FD Disclosure.

On July 11, 2023, the Company issued a press release announcing Ms. Peng’s appointment to the Board. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

The information in this Item 7.01, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

Item 9.01 Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press release issued by Adicet Bio, Inc. on July 11, 2023, furnished herewith.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ADICET BIO, INC.

Date: July 11, 2023

By: /s/ Nick Harvey

Name: *Nick Harvey*

Title: *Chief Financial Officer*



Adicet Announces Appointment of Katie Peng to the Board of Directors

REDWOOD CITY, Calif. & BOSTON – July 11, 2023 – Adicet Bio, Inc. (Nasdaq: ACET), a clinical stage biotechnology company discovering and developing allogeneic gamma delta T cell therapies for cancer, today announced the appointment of Katie Peng to its Board of Directors.

“We are delighted to welcome Katie to our Board of Directors,” said Chen Schor, President and Chief Executive Officer of Adicet Bio. “Her proven success as a commercial leader in both the U.S. and globally will be particularly valuable to Adicet as we advance ADI-001 and our pipeline of allogeneic gamma delta T cell therapy candidates in hematologic and solid tumors.”

“I am pleased to join the Adicet Board at this exciting time for the company,” said Ms. Peng. “As the company advances towards its potentially pivotal study of ADI-001 in post CAR T large B-cell lymphoma, I look forward to working with my fellow board members and company management to prepare Adicet for the potential commercialization of ADI-001 and other future therapies.”

Ms. Peng brings extensive industry and commercial expertise to the Board. She currently serves as Chief Commercial Officer at Denali Therapeutics Inc., where she is leading the global commercialization efforts of Denali's pipeline. Previously Ms. Peng served as the Senior Vice President, Head of the OMNI Business Unit at Genentech, Inc., where she was responsible for the oncology, neurology, and rare diseases portfolio representing approximately \$14 billion in revenue, and served as part of Genentech's commercial leadership team. Prior to Genentech, Ms. Peng held a number of senior leadership positions at Roche Holding AG, managing the Roche portfolio of over 30 products in the Asia Pacific region as the General Manager of two countries. Ms. Peng has successfully launched multiple products in neurology, oncology, and rare disease notably including OCREVUS® (ocrelizumab), a therapeutic monoclonal antibody approved for the treatment of multiple sclerosis, Evrysdi® (risdiplam), a medicine used to treat spinal muscular atrophy (SMA) in adults and children, and HEMLIBRA® (emicizumab-kxwh), a bispecific antibody for the treatment of people with hemophilia A. Her experience spans marketing, sales, market access, medical affairs and business planning. Before joining Roche, Ms. Peng held several commercial roles at Amgen Inc. and began her career as a research scientist at Allergan plc. She holds a B.A. from the University of California, Berkeley and an M.B.A. from the Kelley School of Business, Indiana University. She also serves as a board member for California Life Sciences.

About Adicet Bio, Inc.

Adicet Bio, Inc. is a clinical stage biotechnology company discovering and developing allogeneic gamma delta T cell therapies for cancer. Adicet is advancing a pipeline of “off-the-shelf” gamma delta T cells, engineered with chimeric antigen receptors (CARs) and chimeric antigen adaptors (CADs), to enhance selective tumor targeting and facilitate innate and adaptive anti-tumor immune response for durable activity in patients. For more information, please visit our website at <https://www.adicetbio.com>.

Forward-Looking Statements

This press release contains "forward-looking statements" of Adicet within the meaning of the Private Securities Litigation Reform Act of 1995 relating to business and operations of Adicet. These forward-looking statements include, but are not limited to, express or implied statements regarding future plans and expectations for ADI-001 and Adicet's preclinical programs; the anticipated timing for the initiation of a potentially pivotal study for ADI-001; the potential commercialization of Adicet's pipeline; Adicet's expected growth as a company; and the anticipated contribution of the members of Adicet's Board of Directors to the company's operations and progress.

Any forward-looking statements in this press release are based on management's current expectations and beliefs of future events, and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements, including without limitation, the effect of COVID-19 on Adicet's business and financial results, including with respect to disruptions to Adicet's business operations and ability to raise additional capital; Adicet's ability to execute on its strategy, including obtaining the requisite regulatory approvals on the expected timeline, if at all; that positive results from preclinical studies may not necessarily be predictive of the results of any future clinical studies; any future preclinical or clinical studies may fail to demonstrate adequate safety and efficacy of Adicet's product candidates, which would prevent, delay, or limit the scope of regulatory approval and commercialization; and regulatory approval processes of the U.S. Food and Drug Administration and comparable foreign regulatory authorities are lengthy, time-consuming, and inherently unpredictable. For a discussion of these and other risks and uncertainties, and other important factors, any of which could cause Adicet's actual results to differ from those contained in the forward-looking statements, see the section titled "Risk Factors" in Adicet's most recent Annual Report on Form 10-K for the year ended December 31, 2022 and subsequent filings with the SEC. All information in this press release is as of the date of the release, and Adicet undertakes no duty to update this information unless required by law.

Adicet Bio., Inc. Investor and Media Contacts

Anne Bowdidge
abowdidge@adicetbio.com

Janhavi Mohite

Stern Investor Relations, Inc.
212-362-1200
janhavi.mohite@sternir.com
