

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

|   |                 |          |   |  |  |   |  |  |
|---|-----------------|----------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person*<br><b>Galimi Francesco</b> |                 |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>Adicet Bio, Inc. [ ACET ]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer (give title below)<br><b>SVP &amp; Chief Medical Officer</b><br>10% Owner<br>Other (specify below) |  |  |
| (Last)  | (First)         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>04/01/2022</b>           |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person   |  |  |
| C/O ADICET BIO, INC.<br>200 CLARENDON STREET, FLOOR 6               |                 |          | 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                    | 04/01/2022                           |  | M <sup>(1)</sup>               |   | 7,621   | A          | \$5.97  | 67,538  | D  |   |
| Common Stock                    | 04/01/2022                           |  | S <sup>(1)</sup>               |   | 7,621   | D          | \$21    | 59,917  | D  |   |
| Common Stock                    | 04/04/2022                           |  | M <sup>(1)</sup>               |   | 6,036   | A          | \$13.27 | 65,953  | D  |   |
| Common Stock                    | 04/04/2022                           |  | S <sup>(1)</sup>               |   | 6,036   | D          | \$21    | 59,917  | D  |   |
| Common Stock                    | 04/04/2022                           |  | M <sup>(1)</sup>               |   | 168   | A          | \$5.97  | 60,085  | D  |   |
| Common Stock                    | 04/04/2022                           |  | S <sup>(1)</sup>               |   | 168   | D          | \$21    | 59,917  | D  |   |
| Common Stock                    | 04/04/2022                           |  | M <sup>(1)</sup>               |   | 1,775   | A          | \$16.82 | 61,692  | D  |   |
| Common Stock                    | 04/04/2022                           |  | S <sup>(1)</sup>               |   | 1,775   | D          | \$21    | 59,917  | D  |   |

**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)       | \$5.97   | 04/01/2022                           |  | M <sup>(1)</sup>               |   |  | 7,621 | (2)  | 10/15/2029      | Common Stock  | 7,621                                      | (3)  | 113,820   | D  |       |
| Employee Stock Option (Right to Buy)       | \$13.27  | 04/04/2022                           |  | M <sup>(1)</sup>               |   |  | 6,036 | (4)  | 01/12/2031      | Common Stock  | 6,036                                      | \$0.00   | 73,964  | D  |       |
| Employee Stock Option (Right to Buy)       | \$5.97   | 04/04/2022                           |  | M <sup>(1)</sup>               |   |  | 168   | (2)  | 10/15/2029      | Common Stock  | 168  | (3)  | 113,652   | D  |       |
| Employee Stock Option (Right to Buy)       | \$16.82  | 04/04/2022                           |  | M <sup>(1)</sup>               |   |  | 1,775 | (5)  | 02/11/2031      | Common Stock  | 1,775                                      | \$0.00   | 26,625  | D  |       |

**Explanation of Responses:**

- This transaction was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person on April 30, 2021.
- A total of 128,424 shares subject to an employee stock option were received as described in footnote (3). 25% of the shares vested on September 23, 2020, and 1/36th of the remaining unvested shares vest on each of the next thirty-six (36) monthly anniversaries thereafter, provided that the Reporting Person remains in continuous service as of the applicable vesting date.
- Received in exchange for an employee stock option to acquire 1,035,685 shares of common stock of Adicet Bio, Inc., a Delaware corporation ("Old Adicet"), for \$0.740 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."
- A total of 80,000 shares subject to an employee stock option were granted on January 13, 2021, with 1/48th of the shares vesting on each of the next forty-eight (48) monthly anniversaries thereafter, provided that the Reporting Person remains in continuous service as of the applicable vesting dates.
- A total of 28,400 shares subject to an employee stock option were granted on February 12, 2021, with 1/48th of the shares vesting on each of the next forty-eight (48) monthly anniversaries thereafter,

provided that the Reporting Person remains in continuous service as of the applicable vesting dates.

**Remarks:**

/s/ Nick Harvey, Attorney-in-  
Fact 04/05/2022

\*\* 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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