UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No.)*

| Adicet Bio, Inc. |
|--|
| (Name of Issuer) |
| Common Stock, par value \$0.0001 per share |
| (Title of Class of Securities) |
| 007002108 |
| (CUSIP Number) |
| January 10, 2024 |
| (Date of Event Which Requires Filing of this Statement) |
| Check the appropriate box to designate the rule pursuant to which this Schedule is filed: |
| ☐ Rule 13d-1(b) |
| ⊠ Rule 13d-1(c) |
| ☐ Rule 13d-1(d) |
| *The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. |
| The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes). |
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| CUSIP | 10. 00/002108 | SCHEDULE 13G | |
|-------|---|---|--|
| | | | |
| 1 | NAME OF REPO Commodore Capi | RTING PERSONS tal LP | |
| 2 | CHECK THE AP (a) □ (b) □ | PROPRIATE BOX IF A MEMBER OF A GROUP | |
| 3 | SEC USE ONLY | | |
| 4 | CITIZENSHIP O Delaware, USA | R PLACE OF ORGANIZATION | |
| NU | JMBER OF | SOLE VOTING POWER 5 0 | |
| BEN | SHARES NEFICIALLY WNED BY EACH EPORTING PERSON | SHARED VOTING POWER 6 4,250,000* | |
| | | SOLE DISPOSITIVE POWER 7 0 | |
| | WITH | SHARED DISPOSITIVE POWER 8 4,250,000* | |
| | 4,250,000* | MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| 10 | CHECK IF THE . | AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.8%* | | |
| 12 | TYPE OF REPOI IA | CTING PERSON | |

*See Item 4 for additional information.

| CUSIP | 10. 00/002108 | SCHEDULE 13G | | |
|-------|--|---|--|--|
| | | | | |
| 1 | NAME OF REPO Commodore Capi | DRTING PERSONS ital Master LP | | |
| 2 | CHECK THE AP (a) □ (b) □ | PROPRIATE BOX IF A MEMBER OF A GROUP | | |
| 3 | SEC USE ONLY | | | |
| 4 | CITIZENSHIP O Cayman Islands | R PLACE OF ORGANIZATION | | |
| NU | JMBER OF | SOLE VOTING POWER 5 0 | | |
| BEN | SHARES NEFICIALLY WNED BY EACH EPORTING PERSON | SHARED VOTING POWER 6 4,250,000* | | |
| | | SOLE DISPOSITIVE POWER 7 0 | | |
| | WITH | 8 4,250,000* | | |
| 9 | 4,250,000* | MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | |
| 10 | CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.8%* | | | |
| 12 | TYPE OF REPOI | RTING PERSON | | |

^{*}See Item 4 for additional information.

CUSIP No. 007002108 SCHEDULE 13G

Item 1. (a) Name of Issuer

Adicet Bio, Inc. (the "Issuer")

Item 1. (b) Address of Issuer's Principal Executive Offices

200 Berkeley Street, 19th Floor, Boston, Massachusetts 02116

Item 2. (a, b, c) Names of Person Filing, Address of Principal Business Office, Citizenship:

This report on Schedule 13G is being filed by Commodore Capital LP, a Delaware limited partnership (the "Firm") and Commodore Capital Master LP, a Cayman Islands exempted limited partnership ("Commodore Master"). The address for the Firm and Commodore Master is: 444 Madison Avenue, Floor 35, New York, New York 10022.

Item 2. (d) Title of Class of Securities

Common Stock, par value \$0.0001 per share (the "Common Stock")

Item 2. (e) CUSIP No.:

007002108

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person filing is a:

N/A

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Item 4. Ownership

As reported in the cover pages to this report, the ownership information with respect to the Firm is as follows:

- (a) Amount Beneficially Owned: 4,250,000*
- (b) Percent of Class: 9.8%*
- (c) Number of Shares as to which such person has:
- (i) Sole power to vote or to direct the vote: 0
- (ii) Shared power to vote or to direct the vote: 4,250,000*
- (iii) Sole power to dispose or to direct the disposition of: 0
- (iv) Shared power to dispose or to direct the disposition of: 4,250,000*

As reported in the cover pages to this report, the ownership information with respect to Commodore Master is as follows:

- (a) Amount Beneficially Owned: 4,250,000*
- (b) Percent of Class: 9.8%*
- (c) Number of Shares as to which such person has:
- (i) Sole power to vote or to direct the vote: 0
- (ii) Shared power to vote or to direct the vote: 4,250,000*
- (iii) Sole power to dispose or to direct the disposition of: 0
- (iv) Shared power to dispose or to direct the disposition of: 4,250,000*

*The Firm is the investment manager to Commodore Master. As of January 10, 2024, the Firm may be deemed to beneficially own an aggregate of 4,250,000 shares of Common Stock of the Issuer. The Firm, as the investment manager to Commodore Master, may be deemed to beneficially own these securities. Michael Kramarz and Robert Egen Atkinson are the managing partners of the Firm and exercise investment discretion with respect to these securities. Ownership percentages are based on 43,164,522 shares of Common Stock reported as issued and outstanding as of November 6, 2023 in the Issuer's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on November 8, 2023.

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Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of More Than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

| <u>SIGNATURE</u> |
|--|
| After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. |
| Dated: January 19, 2024 |
| Commodore Capital LP |
| By: /s/ Michael Kramarz Michael Kramarz, Managing Partner |
| Commodore Canital Master I P |

SCHEDULE 13G

CUSIP No. 007002108

By: /s/ Michael Kramarz

Michael Kramarz, Authorized Signatory

JOINT FILING AGREEMENT

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned, and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other, except to the extent that it knows or has reason to believe that such information is inaccurate.

| Dated: January 19, 2024 |
|---|
| Commodore Capital LP |
| By: /s/ Michael Kramarz Michael Kramarz, Managing Partner |
| Commodore Capital Master LP |
| By: /s/ Michael Kramarz |
| Michael Kramarz, Authorized Signatory |