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 28, 2020

resTORbio, Inc.
(Exact name of Registrant as Specified in Its Charter)

Delaware	**001-38359**	**81-3305277**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

500 Boylston Street, 13th Floor
Boston, MA **02116**
(Address of principal executive offices) **(Zip Code)**

Registrant's telephone number, including area code: (857) 315-5528

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	**TORC**	**The Nasdaq Global Select 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 8.01 Other Events

As previously announced, resTORbio, Inc. ("resTORbio") and Adicet Bio, Inc. ("Adicet") entered into an Agreement and Plan of Merger (the "Merger Agreement"), dated as of April 28, 2020, by and between resTORbio, Adicet and Project Oasis Merger Sub, Inc., a direct, wholly-owned subsidiary of resTORbio ("Merger Sub"), pursuant to which, and subject to the satisfaction or waiver of the conditions set forth in the Merger Agreement, Adicet will be merged with and into Merger Sub (the "Merger"), with Adicet continuing after the Merger as the surviving company and a wholly-owned subsidiary of resTORbio.

resTORbio has updated its joint investor presentation which provides supplemental information regarding the Merger that resTORbio intends to make available to investors and post on the investor relations portion of its website, which is located at www.resTORbio.com. The presentation is filed as Exhibit 99.1 to this Current Report on Form 8-K, and supersedes in its entirety the joint investor presentation furnished as Exhibit 99.1 to resTORbio's Form 8-K filed with the U.S. Securities and Exchange Commission (the "SEC") on June 23, 2020.

Cautionary Statement Regarding Forward-Looking Statements

This Current Report on Form 8-K and the accompanying exhibit contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including, but not limited to, statements regarding: the expected structure, timing and completion of the merger, future product development plans and projected timelines for the initiation and completion of preclinical and clinical trials; the potential for the results of ongoing preclinical or clinical trials and the efficacy of either party's drug candidates; the potential market opportunities and value of drug candidates; future product development and regulatory strategies, including with respect to specific indications; the combined company's future financial performance, results of operations or sufficiency of capital resources to fund operating requirements; future Nasdaq listing; expectations regarding the combined company's focus, operations, resources and development plan; expectations regarding synergies resulting from the Merger; the executive and board structure of the combined company; expectations of the potential impact of the COVID-19 pandemic on resTORbio's, Adicet's and the combined company's strategy and future operations, including ability to access capital or obtain additional financing and ability to conduct, and the timing of, clinical trials; and the potential payment of proceeds pursuant to the CVR Agreement by and between resTORbio, the Holders' Representative (as defined therein) and the Rights Agent (as defined therein) (as defined in the Merger Agreement). The use of words such as, but not limited to, "believe," "expect," "estimate," "project," "intend," "future," "potential," "continue," "may," "might," "plan," "will," "should," "seek," "anticipate," or "could" and other similar words or expressions are intended to identify forward-looking statements. Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based on resTORbio's current beliefs, expectations and assumptions regarding the future of resTORbio's and Adicet's business, future plans and strategies, clinical results and other future conditions. New risks and uncertainties may emerge from time to time, and it is not possible to predict all risks and uncertainties. No representations or warranties (expressed or implied) are made about the accuracy of any such forward-looking statements. There can be no assurance that the parties will be able to complete the Merger on the anticipated terms, or at all.

Such forward-looking statements are subject to a number of material risks and uncertainties including but not limited to: (i) risks associated with resTORbio's ability to obtain the stockholder approval required to consummate the Merger and the timing of the closing of the Merger, including the risks that a condition to closing would not be satisfied within the expected timeframe or at all or that the closing of the Merger will not occur; (ii) the outcome of any legal proceedings that may be instituted against the parties and others related to the merger agreement; (iii) unanticipated difficulties or expenditures relating to the Merger, the response of business partners and competitors to the announcement of the Merger, and/or potential difficulties in employee retention as a result of the announcement and pendency of the Merger; (iv) the length of time necessary to consummate the Merger may be longer than anticipated; (v) resTORbio's continued listing on the Nasdaq Global Market until closing of the Merger; (vi) the combined company's listing on the Nasdaq Global Market after closing of the Merger; (vii) the adequacy of the combined company's capital to support its future operations and its ability to successfully initiate and complete clinical trials; (viii) the nature, strategy and focus of the combined company; (ix) the difficulty in predicting the time and cost of development of resTORbio's and Adicet's product candidates; (x) the executive management and board

structure of the combined company; (xi) the risk that any potential payment of proceeds pursuant to the CVR Agreement may not be distributed at all or result in any value to resTORbio's stockholders; (xii) Adicet's plans to develop and commercialize its product candidates, including ADI-001; (xiii) the timing of initiation of Adicet's planned clinical trials; (xiv) the timing of the availability of data from Adicet's clinical trials; (xv) the timing of any planned investigational new drug application or new drug application; (xvi) Adicet's plans to research, develop and commercialize its current and future product candidates; (xvii) Adicet's ability to enter into new collaborations, and to fulfill its obligations under any such collaboration agreements; (xviii) the clinical utility, potential benefits and market acceptance of Adicet's product candidates; (xix) Adicet's commercialization, marketing and manufacturing capabilities and strategy; (xx) Adicet's ability to identify additional products or product candidates with significant commercial potential; (xxi) developments and projections relating to Adicet's competitors and its industry; (xxii) the impact of government laws and regulations; (xxiii) Adicet's ability to protect its intellectual property position; (xxiv) Adicet's estimates regarding future revenue, expenses, capital requirements and need for additional financing following the Merger; and (xxv) those risks detailed in resTORbio's preliminary proxy statement/prospectus/information statement filed with the SEC on June 23, 2020 (and, when available, resTORbio's definitive proxy statement/prospectus/information statement), as well as discussions of potential risks, uncertainties, and other important factors in resTORbio's subsequent filings with the SEC. Any forward-looking statement speaks only as of the date on which it was made. None of resTORbio, Adicet, nor their affiliates, advisors or representatives, undertake any obligation to publicly update or revise any forward-looking statement, whether as result of new information, future events or otherwise, except as required by law.

Important Additional Information About the Merger and Where to Find It

This communication relates to the proposed merger transaction involving resTORbio and Adicet and may be deemed to be solicitation material in respect of the proposed merger transaction. In connection with the proposed merger transaction, resTORbio has filed with the SEC a registration statement on Form S-4 (the "Form S-4") that contains a preliminary proxy statement/prospectus/information statement. The Form S-4 has not yet become effective. After the Form S-4 is declared effective, a definitive proxy statement/prospectus/information statement will be mailed to the stockholders of resTORbio and Adicet. This communication is not a substitute for the Form S-4, the definitive proxy statement/prospectus/information statement or for any other document that resTORbio may file with the SEC and or send to resTORbio's stockholders in connection with the proposed merger transaction. BEFORE MAKING ANY VOTING DECISION, INVESTORS AND SECURITY HOLDERS OF RESTORBIO ARE URGED TO READ THE FORM S-4, THE DEFINITIVE PROXY STATEMENT/ PROSPECTUS/INFORMATION STATEMENT AND OTHER DOCUMENTS FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT RESTORBIO, THE PROPOSED MERGER TRANSACTION AND RELATED MATTERS. Investors and security holders will be able to obtain free copies of the Form S-4, the definitive proxy statement/prospectus/information statement and other documents filed by resTORbio with the SEC through the website maintained by the SEC at http://www.sec.gov. Copies of the documents filed by resTORbio with the SEC will also be available free of charge on resTORbio's website at www.restorbio.com, or by contacting resTORbio's Investor Relations at 212-362-1200.

Participants in the Solicitation

resTORbio, Adicet and their respective directors and certain of their executive officers may be considered participants in the solicitation of proxies from resTORbio's stockholders with respect to the proposed merger transaction under the rules of the SEC. Information about the directors and executive officers of resTORbio is set forth in the preliminary proxy statement/prospectus/information statement, which was filed with the SEC on June 23, 2020, and in subsequent documents filed with the SEC. Additional information regarding the persons who may be deemed participants in the proxy solicitations and a description of their direct and indirect interests, by security holdings or otherwise, will also be included in the Form S-4, the definitive proxy statement/prospectus/information statement and other relevant materials to be filed with the SEC when they become available. You may obtain free copies of this document as described above.

No Offer or Solicitation

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Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Number	Description
99.1	Joint Corporate Presentation of resTORbio, Inc. and Adicet Bio, Inc., dated July 28, 2020.

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 hereunto duly authorized.

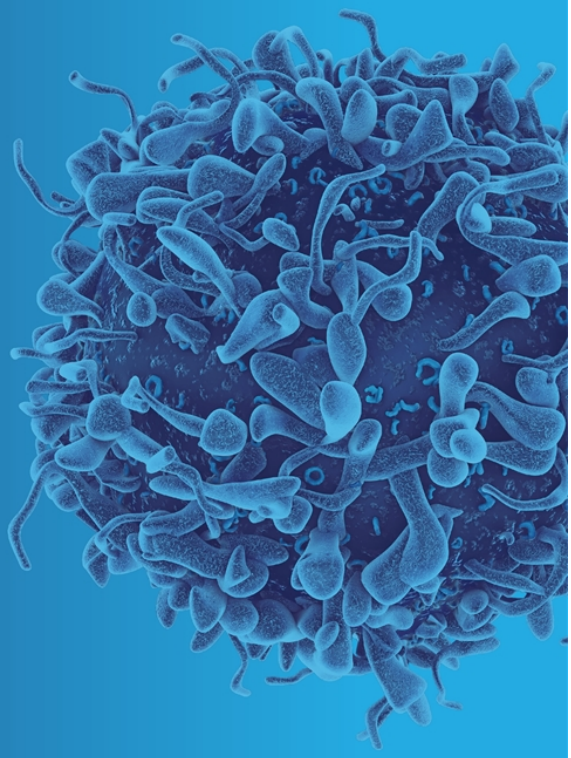
Date: July 28, 2020

resTORbio, Inc.

By: /s/ Chen Schor
Chen Schor
President and Chief Executive Officer

Exhibit 99.1

resTORbio | Adicet Bio



resTORbio *and* Adicet Bio

July 28, 2020

Forward-Looking Statements

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Industry and Market Information

Information regarding market share, market position and industry data pertaining to Adicet's, resTORbio's and the combined company's business contained in this presentation consists of estimates based on data and reports compiled by industry professional organizations and analysts and Adicet's and resTORbio's knowledge of their industry. Although Adicet and resTORbio believe the industry and market data to be reliable, this information could prove to be inaccurate. You should carefully consider the inherent risks and uncertainties associated with the market and other industry data contained in this presentation. Forward-looking information obtained from third-party sources is subject to the same qualifications and the additional uncertainties as the other forward-looking statements in this presentation.

Regulation M-A Legend

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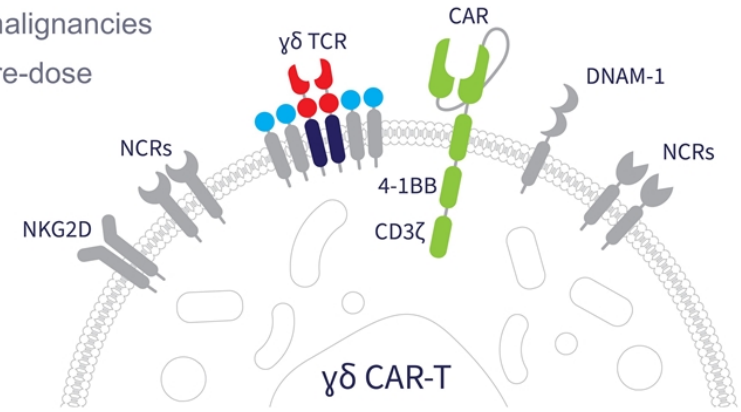
Adicet Engineered Gamma-Delta (γδ) CAR-T Platform

- Presence of γδ T cells in tumors was observed to strongly correlate with improved overall prognosis, improved survival and progression free survival
  - Express T-cell and NK cell receptors, facilitating adaptive and innate anti-tumor immune responses with more limited ability for tumor escape
  - Inherent propensity to home to tissues and malignancies
  - Allogeneic and off-the-shelf with potential to re-dose patients and no expected GvHD
  - Potential for outpatient administration
  - cGMP-compliant manufacturing from healthy donors
- Proprietary T Cell Receptor-Like (TCR-L) monoclonal antibodies platform targeting intracellular targets presented on MHC complexes



CAR: Chimeric Antigen Receptors; NK: Natural Killer; GvHD: Graft Versus Host Disease; MHC: Major Histocompatibility Complex; NKG2D: NK Group 2D; NCR=Natural Cytotoxicity Receptors; DNAM-1: DNAX accessory molecule-1

resTORbio | Adicet Bio

Adicet Bio/resTORbio Merger

- Close expected 2H 2020
- $141 million pro forma cash, cash equivalent and marketable securities March 31, 2020
- Post-merger entity expected to be well capitalized into 2022
- Established partnership with Regeneron
- Multiple near-term milestones
- New company expected to be listed on NASDAQ (ticker: ACET)
- On a pro forma basis, current Adicet and resTORbio equityholders are expected to own approximately 75% and 25% of the combined company, respectively

Adicet Bio Post Merger Leadership Team

Chen Schor
President and CEO

teva
resTORbio

Stewart Abbot, PhD
Chief Scientific and Operating Officer

Fate Therapeutics
Guiding cells to improve life
GE Healthcare
Celgene

Francesco Galimi, MD, PhD
Chief Medical Officer

AMGEN
ONYX PHARMACEUTICALS
NOVARTIS

Lloyd Klickstein, MD, PhD
Chief Innovation Officer

resTORbio
NOVARTIS
BWH BRIGHAM AND WOMEN'S HOSPITAL

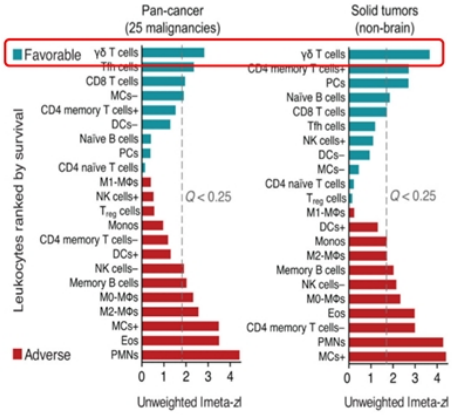
Carrie Krehlik
Chief Human Resource Officer

ZS Pharma
HYPERION THERAPEUTICS
INTERMUNE

Improving Cancer Immunotherapy

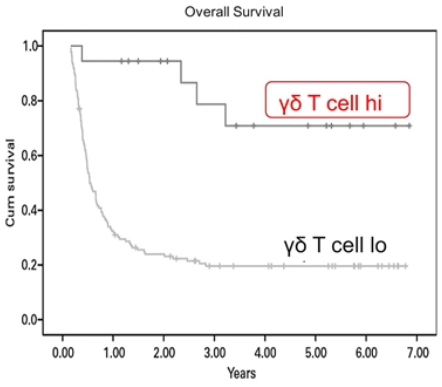
Presence of γδ T Cells Observed to Strongly Correlate with Positive Clinical Outcomes

Pan-Cancer: Improved Overall Prognosis



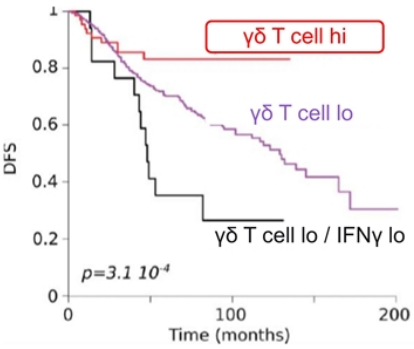
Gentles et al. 2015

Post-HSCT Improved Survival



Godder et al. 2007

Improved Disease Free Progression Colorectal Cancer

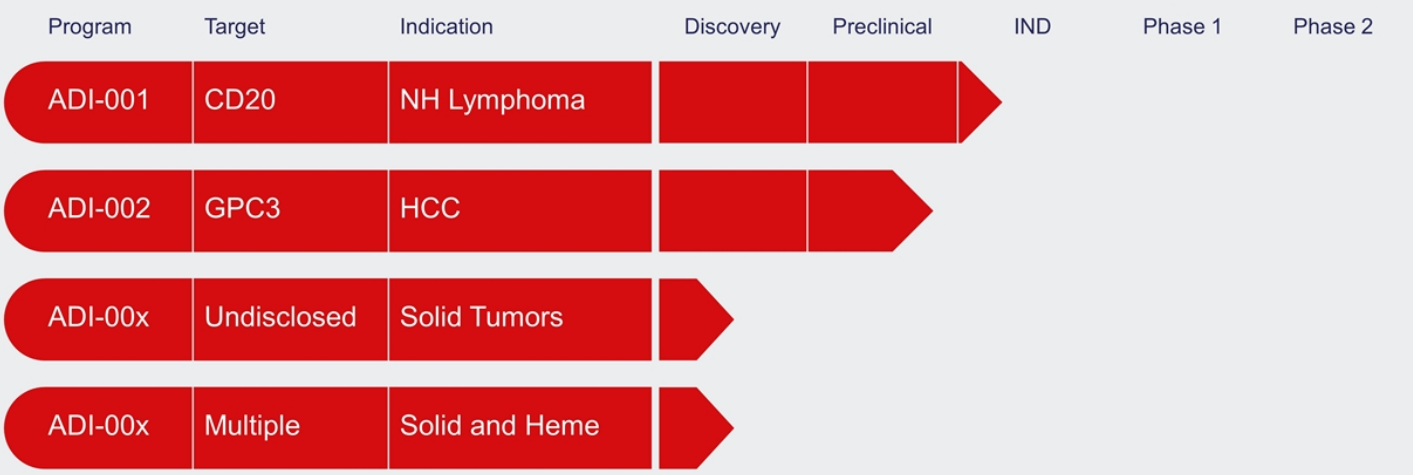


Meraviglia et al. 2017

HSCT: Hematopoietic Stem Cell Transplantation

resTORbio | Adicet Bio

Building a Broad Pipeline of First in Class γδ CAR T Cell Therapy



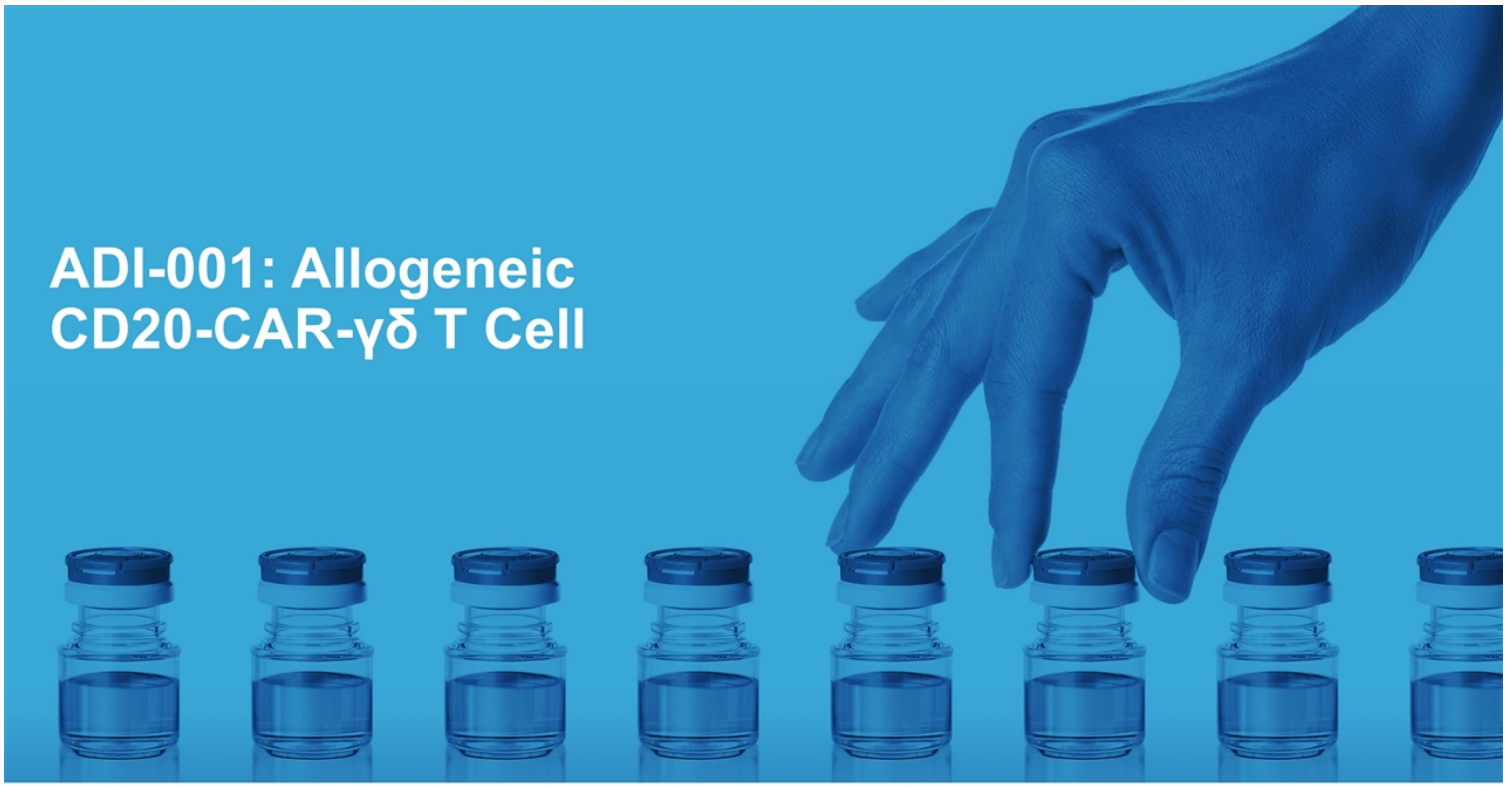
NH: Non-Hodgkin's ; HCC: hepatocellular carcinoma

Multiple Expected Near-Term Milestones

- File IND for ADI-001 CD20 gamma-delta CAR-T
- File IND for ADI-002 GPC3 gamma-delta CAR-T
- Phase 1 clinical study in non-Hodgkin's lymphoma
- Phase 1 in HCC and other solid tumors
- ADI-001 expansion in DLBCL and/or MCL
- Expand pipeline in oncology and other diseases

DLBCL: Diffuse Large B Cell Lymphoma; MCL: Mantle Cell Lymphoma

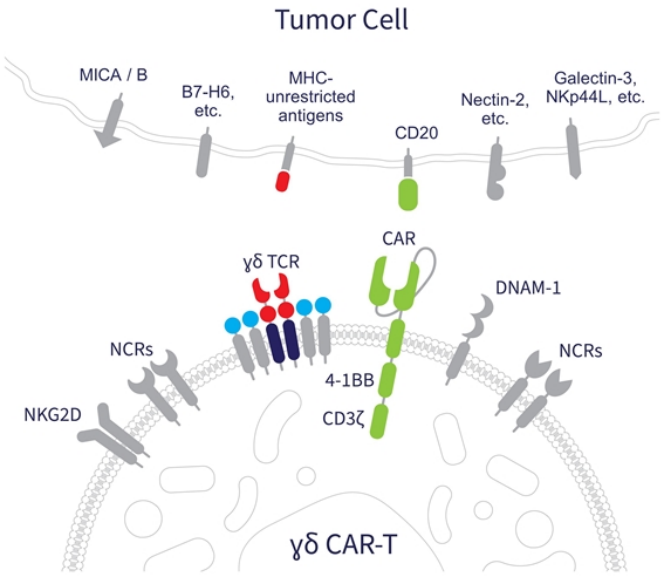
ADI-001: Allogeneic CD20-CAR-γδ T Cell



resTORbio | Adicet Bio

Key Anticipated Advantages of Adicet's Allogeneic γδ1 T Cell Platform

- Innate and adaptive immunity imparted by TCR and NK receptors
  - May mitigate tumor relapse
- MHC-independent tumor targeting
- Off-the-shelf product, potential to re-dose
- No / low potential to cause GvHD
- Potent IFNγ production
- Potential for integrin-mediated trafficking to solid tumors
- Scalable manufacturing from healthy donors
- Not compromised by patient's immune system dysfunction

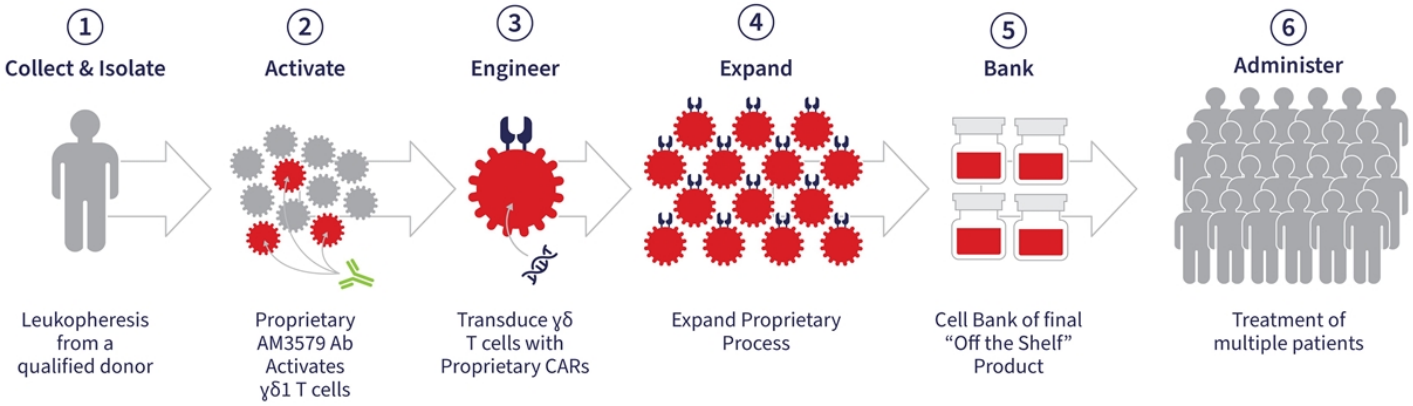


Adicet CAR γδ T Cell Platform Anticipated Advantages: Engineered to address activity, tumor homing, safety, and COGs limitations

		Allogeneic CAR αβ T Cells	Allogeneic CAR NK Cells	Allogeneic CAR γδ T Cells
Activity	Innate anti-tumor response		✓	✓
	Adaptive anti-tumor response	✓		✓
	Active tumor homing			✓
	Predominantly activating receptor expression	✓ (Limited number)	✓ (Balanced with inactivating)	✓
	Preclinical persistence by repeat tumor challenge			✓
	Prognostic value of tumor infiltration		✓	✓✓
Safety	Low GvHD risk	✓ (Requires αβ TCR deletion)	✓	✓
	Low risk of cytokine release syndrome ≥ grade 3 risk		✓	✓
COGS	No gene editing required (May affect efficacy)		✓	✓
	Scalable manufacturing	✓ Limited without exhaustion	✓	✓✓

resTORbio | Adicet Bio

Large-Scale Manufacture of γδ T Cells

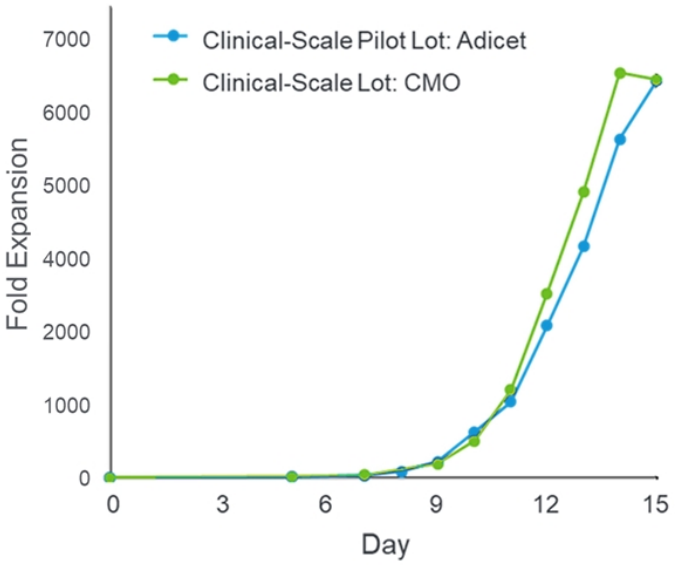


Proprietary AM3579 activating antibody to expand γδ1 T cells, Proprietary Vectors, Proprietary Scalable Process

resTORbio | Adicet Bio

Anticipated Consistent Proprietary Large-Scale Expansion

- Fully cGMP-compliant manufacturing process
- Available on demand for single or repeated dosing
- Consistent clinical-scale manufacture
- >6,000 fold expansion of Vδ1 T cells at clinical scale
- Highly cost efficient: Up to 1,000 doses / batch

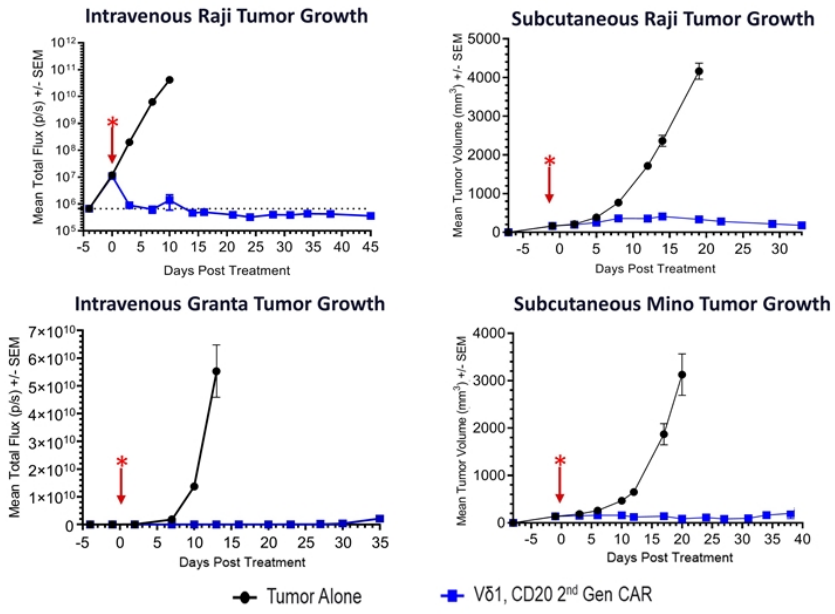


Data above are from full-scale clinical productions conducted by Adicet and cGMP-compliant contract manufacturing organization

resTORbio | Adicet Bio

CD20 CAR γδ T Cells Effectively Control Aggressive Lymphoma Tumors in Mice†

- Untreated animals succumb to highly aggressive tumors within 3 weeks
- 2nd generation (employing two co-stimulation domains) CD20 CAR γδ T cells effectively control multiple disseminated (iv) and localized (sc) tumors
- γδ T cell treatment initiated* when tumor volume ≥ 200mm^3



†internal Adicet study

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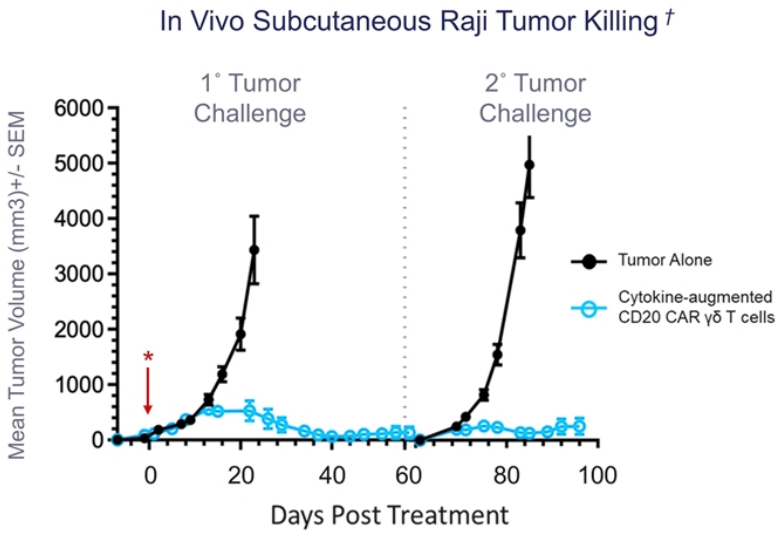
CD20 γδ CAR-T Cells Effectively Control Repeat Lymphoma Challenges and Demonstrate Functional Persistence for 100 Days

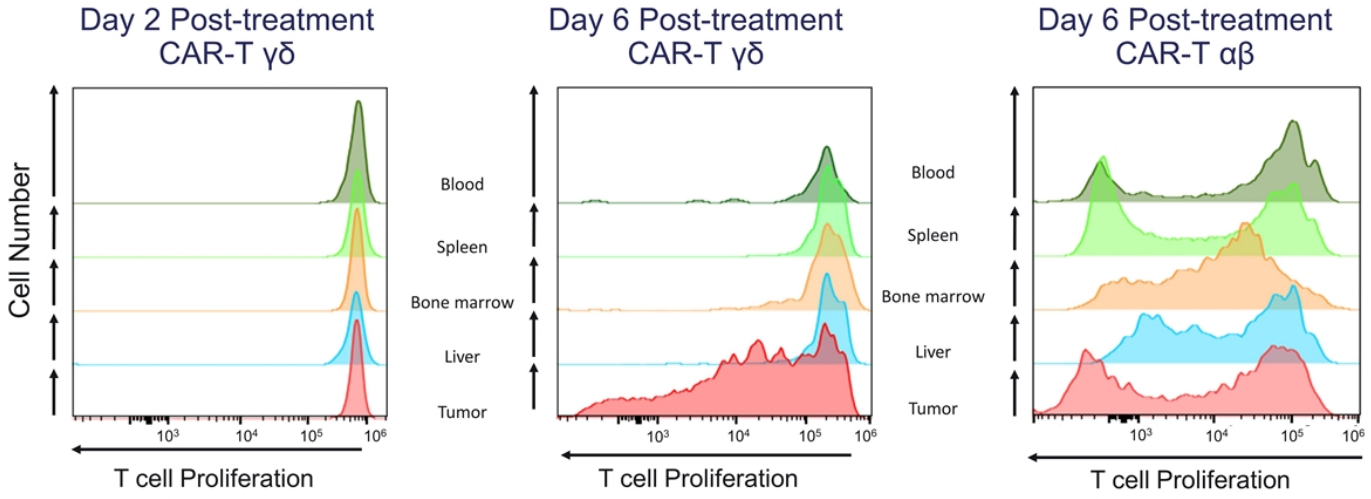
- Repeat tumor challenge is one of the most stringent tests of anti-tumor activity
- CD20 CAR γδ T cell treatment initiated* when tumor volume ≥ 200mm3
- Excellent tumor control in all animals at day 55
- Secondary tumor challenge at day 60
- CD20 CAR γδ T demonstrate functional persistence and control tumor growth to 100 days



†internal Adicet study

CD20 CAR γδ T Cells Proliferate in Response to Activation in Tumors

Substantial and specific target-mediated proliferation of CD20 CAR γδ T cells in localized lymphoma tumors at 6 days post treatment †



†internal Adicet study

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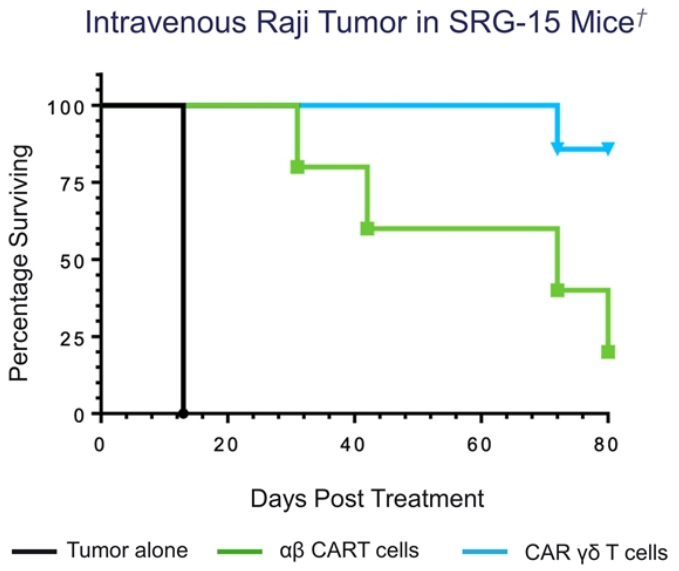
Absence of GvHD with CD20 CAR γδ T Cells

- No GvHD observed in mice treated with γδ T cells
- γδ T cells not expected to induce GvHD in clinical study
- No gene editing required to overcome GvHD with γδ T cells
- αβ CAR-T cell group succumbed to GvHD



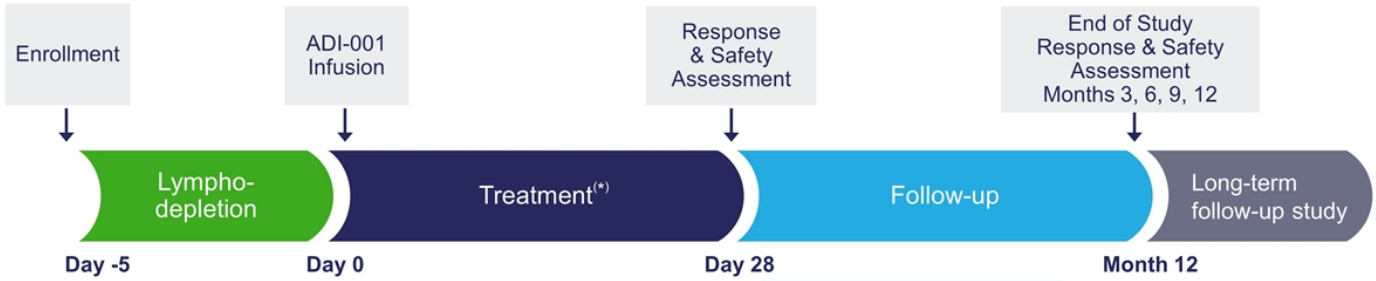
†internal Adicet study; SRG-15 mice express human IL-15 transgene

ADI-001 (Off-the-shelf CD20 CAR γδ T cells) Opportunity

- Significant unmet medical need following CAR-T approvals
  - Gr3+ CRS: 13-49%; Gr3+ neurotoxicity: 18-31%
  - Limited number of specialized centers can treat patients; Suboptimal patient access
  - Significant percentage of patients in pivotal trials didn't receive cells (primarily due to mfg. challenges or wait time)
  - 40% of patients treated with approved autologous CD19 CAR T therapy show durable responses
- ADI-001 Target product profile
  - Effective (ORR, PFS/OS) in CD20 expressing NHL
  - Facilitating adaptive and innate anti-tumor immune responses with more limited ability for tumor escape
  - Potential alternative to autologous therapies and/or line of therapy before/after CD19 cell therapy relapse
  - Significantly lower cytokine release syndrome; No GvHD
  - Potential for outpatient administration

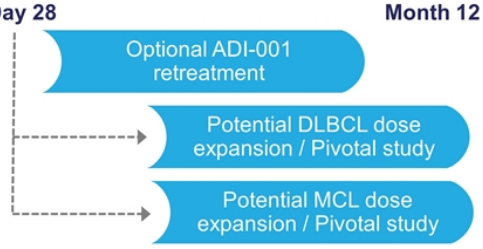
Sources: Kymriah and Yescara package inserts; Neelapu et al. N Eng J Med 2017

First in Human Study for ADI-001 (CD20 CAR γδ T cells)



Phase 1 study design

- NHL patients relapsing from 2 or more prior lines of treatment
- 3 cohorts expected for dose escalation/safety
- Up to 50 patients at the selected dose



Lymphodepletion Regimen: Flu/Cy
Fludarabine: 30 mg/m²/d x 3 days, Cyclophosphamide 500 mg/m²/d x 3 days

(*) Dose escalation study

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ADI-002: Allogeneic GPC3-CAR-γδ T Cell for Solid Tumors

Anticipated Advantages of Adicet's γδ CAR-T Cell Therapy in Solid Tumors

Solid Tumor Challenges	Adicet γδ CAR-T Cell Anticipated Advantage
Avoiding autologous cell exhaustion / dysfunction	• Healthy CMV-negative donor derived product preserves Vδ1 proliferative capacity • Potential for >30 population doublings ex vivo / in vivo • Specific tumor-induced activation & proliferation • Activation-induced PD-1 expression is reversible without exhaustion • CAR-designs minimize tonic signaling
Cells Infiltration into Tumor	• Chemokine receptor and adhesion molecule mediated infiltration
Immunosuppressive Tumor Microenvironment	• Further engineering can improve responses to tumor microenvironment factors • γδ T cells can survive and function in hypoxic / low nutrient conditions
Loss of HLA or Target Antigen(s) Expression	• HLA-independent γδ T cell innate receptor-mediated tumor recognition
Paucity of tractable targets	• Ability to target intracellular antigens

22 CMV: Cytomegalovirus; HLA: Human Leukocyte Antigen

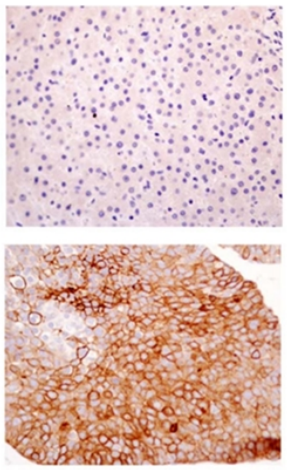
ADI-002: GPC3 is highly expressed on a broad range of solid tumors, with limited expression levels on normal tissues

Table 1
Glypican 3 Expression in Tumors*

Tumor Entity	No. of Cases	No. (%) Staining	
		Negative	Positive
Hepatocellular carcinoma	44	15 (34)	29 (66)
Squamous cell carcinoma of the lung	50	23 (46)	27 (54)
Liposarcoma	29	14 (48)	15 (52)
Testicular nonseminomatous germ cell tumor	62	30 (48)	32 (52)
Cervical intraepithelial neoplasia (grade 3)	29	17 (59)	12 (41)
Malignant melanoma	48	34 (71)	14 (29)
Adenoma of the adrenal gland	15	11 (73)	4 (27)
Schwannoma	46	34 (74)	12 (26)
Malignant fibrous histiocytoma	29	22 (76)	7 (24)
Adenocarcinoma of the stomach (intestinal subtype)	45	36 (80)	9 (20)
Chromophobe renal cell carcinoma	15	12 (80)	3 (20)
Invasive lobular carcinoma of the breast	46	37 (80)	9 (20)
Medullary carcinoma of the breast	30	25 (83)	5 (17)
Squamous cell carcinoma of the larynx	49	41 (84)	8 (16)
Small cell carcinoma of the lung	49	41 (84)	8 (16)
Invasive transitional cell carcinoma of the urinary bladder	43	36 (84)	7 (16)
Mucinous carcinoma of the breast	26	22 (85)	4 (15)
Squamous cell carcinoma of the cervix	41	35 (85)	6 (15)

* Includes all cases with ≥15% positive cases with ≥15 cases tested by multitumor array.

Baumhoer et al., Am J Clin Pathol 2008;129:899-906



IHC Detection of GPC3 in human HCC vs normal liver

Ho et al., PLoS ONE 2012; 7: e37159

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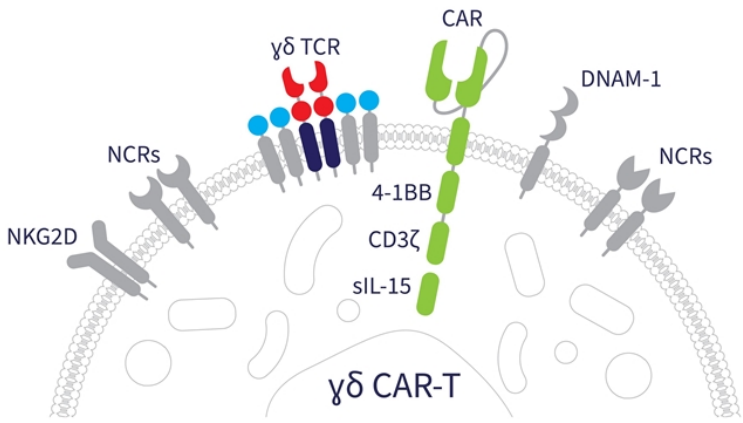
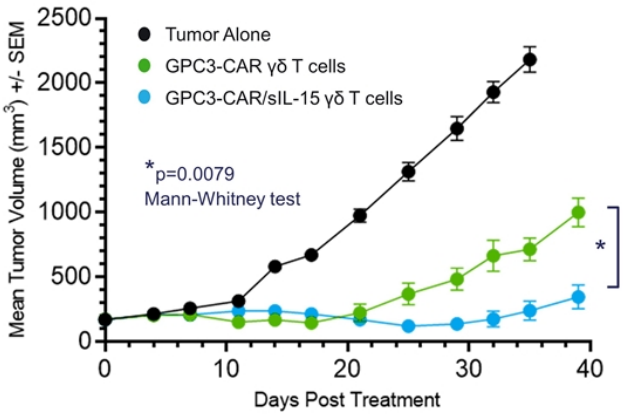
Secretion of IL-15 Enhances Potency of ADI-002 Cells in Solid Tumors



GPC3-CAR / sIL-15 γδ T cells control subcutaneous hepatocellular carcinoma growth in NSG mice



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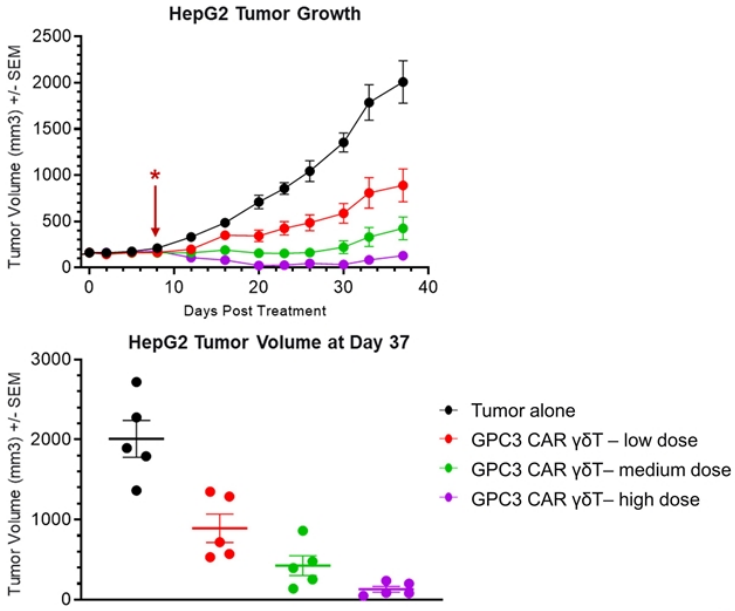
Dose Dependent Anti-Tumor Effect of Vδ1 CAR-T Cells with GPC3-Targeting sIL15 CAR γδ1 T Cells in Liver Cancer Model †

- GPC3-targeting chimeric antigen receptor construct also encodes secretion of IL15
- Single dose CAR γδ T cell treatment was initiated* when tumor volumes reached ~200mm^3
- Excellent CAR γδ T dose-dependent control of tumor growth



† internal Adicet study

Anticipated Advantage of ADI-002 in HCC

- Potential to address low target tumor densities
- CAR-dependent and CAR-independent tumor targeting
- Optimizing γδ T cells to overcome tumor microenvironment-mediated immunosuppression
- Enhancing persistence of CAR-γδ T cells
- Favorable preclinical results
- Opportunities in multiple tumor types

TCR-L Platform: Intracellular Solid Tumor Targets

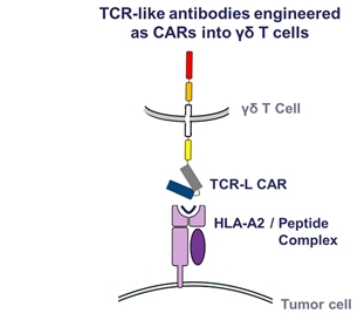
TCR-L Platform: CAR-T Using Intracellular Solid Tumor Targets

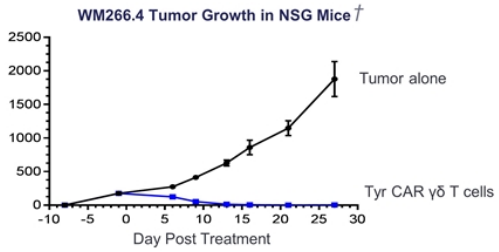
Challenge

- Lack of disease-specific cell surface targets in solid tumors

TCR-L Proposed Solution

- Ability to target disease-specific intracellular proteins via peptide MHC complexes highly expands the target pool
- Unlikely to express on normal cells
- Adicet has generated multiple TCR-Like (TCR-L) antibodies to various intracellular targets in key solid tumor indications
  - Mimic TCR specificity with higher affinity of mAbs
  - scFv for chimeric antigen receptors for cellular therapy





†internal Adicet study

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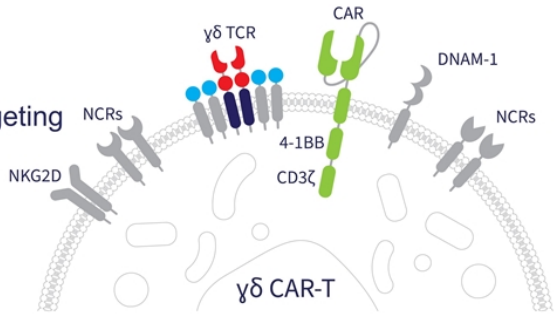
Adicet Bio: Leaders in Engineered Gamma-Delta CAR-T Cell Therapy

- Developing off-the-shelf, engineered Gamma-Delta (γδ) CAR-T cell therapy pipeline for oncology and other indications
- Presence of γδ T cells in tumors was observed to strongly correlate with improved overall prognosis, improved survival and progression free survival
  - Express T-cell and NK cell receptors, facilitating adaptive and innate anti-tumor immune responses with more limited ability for tumor escape
  - Inherent propensity to home to tissues and malignancies
  - Allogeneic and off-the-shelf with potential to re-dose patients and no expected GvHD
  - Potential for outpatient administration
- Proprietary T Cell Receptor-Like (TCR-L) monoclonal platform targeting intracellular targets presented on MHC complexes
- $141 million pro forma cash, cash equivalent and marketable securities March 31, 2020
- Multiple near-term milestones



CAR: Chimeric Antigen Receptors; NK: Natural Killer; GvHD: Graft Versus Host Disease; MHC: Major Histocompatibility Complex; NKG2D: NK Group 2D; NCR=Natural Cytotoxicity Receptors; DNAM-1: DNAX accessory molecule-1

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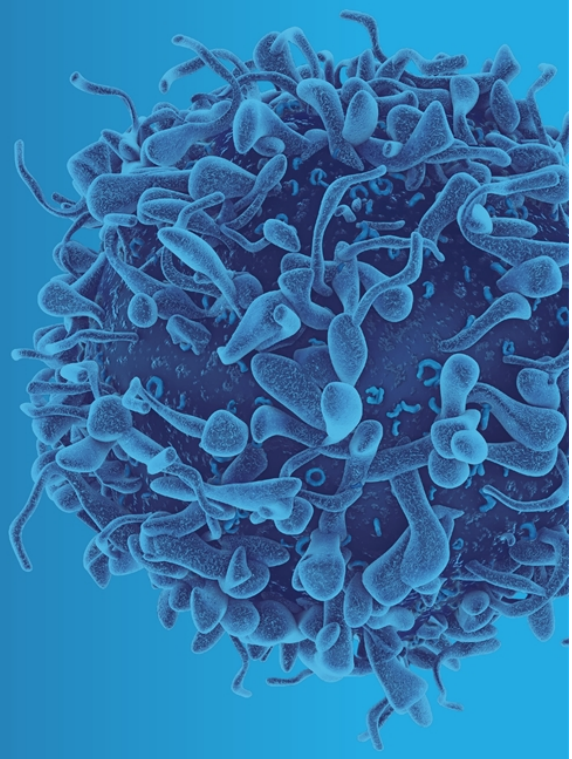
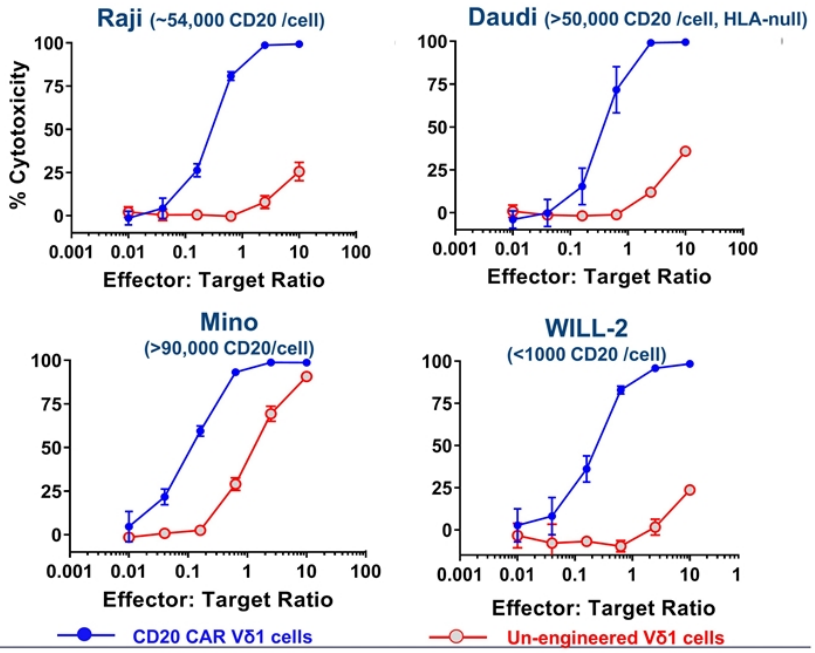
Backup Slides



CD20 CAR γδ T Cells Potently Kill Multiple Lymphoma Cell Lines in vitro †

- Potent activity against tumors expressing high and low levels of CD20
- Potent activity against tumors expressing HLA-Class 1 or HLA-Class 1 null
- CD20 CAR potentiates initial innate tumor recognition and killing
- Will-2 cells were originally derived from a Rituxan -Resistant Patient



†internal Adicet study

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Adicet: Leader in CAR & TCR Engineered γδ1 T cells

Company	T-cell type	Source
Gadeta	αβ	Blood
GammaDelta Therapeutics	γδ1	Skin/Blood
TC Biopharm	γδ1, γδ2	Blood
Immatics	γδ2	Blood
Incysus	γδ2	Blood

Adicet is a leader in the development of CAR-modified healthy donor-derived γδ1 T cell therapies

Source: Adapted from Immuno-Oncology Technology 1 (2019) 3–10

Intellectual Property

Platform

γδ T cell Expansion
- Multiple pending patent applications
- Compositions and methods of expansion/treatment
- Expiry 2035 to 2037

γδ T cell Optimized Constructs
- Multiple pending patent applications
- Compositions and methods of treatment
- Expiry 2038 to 2039

Novel Targeting Ligand Platform
- TCR-like Antibody Platform
- Multiple issued and Pending Patents
- Expiry 2021 to 2036

Pipeline
- Provisional application pending
- Directed to methods of treatment and adoptive γδ T cell support

TCR-like Antibodies

Carcinoma Target
- Multiple pending patent applications
- Compositions and methods of treatment
- Expiry 2036 to 2037

Melanoma and Glioblastoma Target
- Multiple pending patent applications
- Compositions and methods of treatment
- Expiry 2036

ADI-001

Hematological Target
- Multiple pending patent applications
- Compositions and methods of treatment
- Expiry 2038 to 2039

ADI-002

Solid Tumor Target
- Multiple pending patent applications
- Compositions and methods of treatment
- Expiry 2038 to 2039

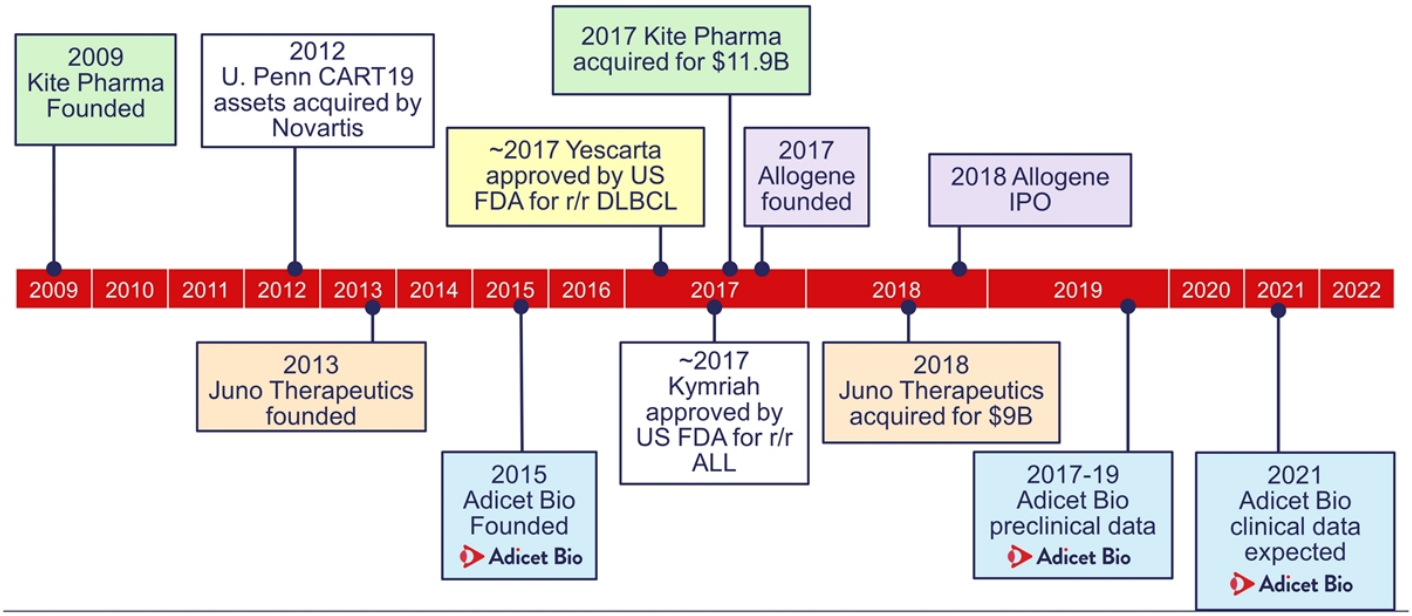
Regeneron Collaboration

- In conjunction with Regeneron, Adicet discovers and develops γδ T cells engineered with CARs and TCRs
- Adicet has the right to use certain of Regeneron's proprietary mice
- Five-year research collaboration signed July 2016
- Adicet has the right to develop and commercialize the first collaboration target (ADI-001)
- At IND, Regeneron has an option to exercise exclusive rights for ADI-002 and potentially for additional targets to be mutually agreed upon
  - In case Regeneron exercises an option, Adicet will receive an option exercise fee and has the right to co-fund, co-promote and profit-share in such product OR receive royalties

Adicet's Key Anticipated Differentiation From γδ T cell Competitors

- Robust and practical **proprietary antibody-based** manufacturing method for γδ T cells
- **Unique** ability to **selectively** expand **multiple** γδ T cell subpopulations
- Large-scale expansion of **blood-derived** γδ T cells
- Production of **highly potent Vδ1** (tumor cytolysis and cytokine production)
  - Ability to kill tumor cells expressing **low level of target** antigens (~100 copies per cell)
- **No potentially pro-tumorigenic** Th17-type responses in Adicet's Vδ1 subpopulation
- In-house chimeric antigen receptor (CAR) **target identification and verification** process
- Ability to effectively target tumor-specific intracellular protein-derived peptides using **proprietary T cell receptor-like antibodies** (TCRLs)
- Capacity to develop **TCRLs as CARs, bispecific antibodies or ADCs**

CAR-T Cell Therapy Journey



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About Adicet Bio

- Founded in 2015 with $44M Series A financing
- Completed $80M Series B financing in September 2019
- Developing off-the-shelf, engineered allogeneic γδ T cell therapy for oncology indications and other diseases
- cGMP-compliant manufacturing from healthy donors
- Proprietary intracellular tumor-selective targeting platform: T Cell Receptor-like monoclonal antibodies (TCR-L) for treatment of solid tumors
- Strategic partnership with Regeneron

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RTB101

- Expect to continue the development of RTB101 for a COVID-19 related indication, with clinical data expected by Q1 2021.
- The terms of the merger agreement contemplate that a contingent value right (a “CVR”) will be distributed to resTORbio stockholders as of the effective time of the merger, entitling CVR holders to receive net proceeds from the commercialization, if any, received from a third party commercial partner of the product candidate RTB101.