SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b). Fil			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 Add <u>Aftab Blake</u>	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol Adicet Bio, Inc. [ACET]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify
	st) (First) (Middle) O ADICET BIO, INC. 0 CLARENDON STREET, FLOOR 6		3. Date of Earliest Transaction (Month/Day/Year) 01/28/2022	Chief Scientific Officer
(Street) BOSTON	MA	02116	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(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)	Transaction Code (Instr.		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/28/2022		A		16,000	Α	\$0.00	48,000(1)	D	
Common Stock	01/28/2022		F		5,564	D	\$11.69	42,436	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/Y	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	Amount or Number of Shares				

Explanation of Responses:

1. The Reporting Person was issued 80,000 Restricted Stock Units ("RSUs") on October 12, 2021, as previously reported on a Form 4 filed by the Reporting Person on October 13, 2021. Each RSU represents a contingent right to receive one share of common stock. A total of 32,000 of the RSUs shall vest in two (2) annual installments of 20% of the shares vesting, with the first tranche vesting on October 12, 2022 and the second tranche vesting on October 12, 2023. A total of 48,000 of the RSUs shall vest upon achievements of specific milestones outlined in the Reporting Persons Restricted Stock Unit Agreement. On January 28, 2022, upon the occurrence of the first performance milestone, 16,000 of the RSUs vested. The RSUs may be settled only by delivering shares of common stock, and thus, the grant is being reported in Table I as allowed per SEC guidance.

Remarks:

/s/ Nick Harvey, Attorney-in-

02/01/2022

** Signature of Reporting Person Date

Fact

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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See