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

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

# **Adaptimmune Therapeutics Plc**

(Name of Issuer)

Ordinary Shares, £.001 par value per share

(Title of Class of Securities)

00653A107

(CUSIP Number)

## December 31, 2016

(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)

 $\Box$  Rule 13d-1(c)

 $\boxtimes$  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).

	1						
	NAMES OF REPORTING PERSONS						
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
-	New Ente	erprise As	sociates 14, L.P.				
	CHECK	THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a)□						
_	(b)□						
	SEC USE	SEC USE ONLY					
3							
	CITIZEN						
4	CITIZEN	SHIP O	R PLACE OF ORGANIZATION				
-	Cayman I	slands ex	empted limited partnership				
			SOLE VOTING POWER				
		5	0 shares				
NUMBER OF S	HADES	6	SHARED VOTING POWER				
BENEFICIA	LLY	U	59,269,000 shares				
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER				
WITH		7	0 shares				
		8	SHARED DISPOSITIVE POWER				
		0	59,269,000 shares				
	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	59,269,00	0 shares					
10	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10							
	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	14.00/						
	14.0%	14.0%					
	TYPE OI	F REPOI	RTING PERSON (SEE INSTRUCTIONS)				
12	PN						

	NAMES OF REPORTING PERSONS						
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
-	NEA Partners 14, L.P.						
	CHECK	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
2	(a)□						
	(b)□						
2	SEC USE	ONLY					
3							
	CITIZEN	SHIP O	R PLACE OF ORGANIZATION				
4	Cayman I	slands ex	empted limited partnership				
			SOLE VOTING POWER				
		5					
		•	0 shares				
		(	SHARED VOTING POWER				
NUMBER OF S BENEFICIA	LLY	6	59,269,000 shares				
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER				
WITH		7	0 shares				
	-						
		8	SHARED DISPOSITIVE POWER				
		0	59,269,000 shares				
0	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	59,269,00	0 shares					
	CHECK	HECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10							
	PERCEN	PERCENT OF CLASS DEPRESENTED BY AMOUNT IN DOW (0)					
11	LICE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	14.0%	14.0%					
	TYPE OI	F REPO	RTING PERSON (SEE INSTRUCTIONS)				
12	PN						
	1 1 1						

	1							
	NAMES OF REPORTING PERSONS							
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
-	NEA 14 GP, LTD							
			DODDIATE DOVIE A MEMDED OF A CDOUD					
2	$(a)\square$	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	(a)□ (b)□							
		SEC USE ONLY						
3	520 052 0							
5								
	CITIZENSE	IIP OR	PLACE OF ORGANIZATION					
4	Cayman Islar	nds even	mpted company					
	Cayman Islai							
			SOLE VOTING POWER					
		5	0 shares					
			SHARED VOTING POWER					
NUMBER OF S	HARES	6	SHARED VOTING POWER					
BENEFICIA	LLY	U	59,269,000 shares					
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER					
WITH		7	0 shares					
			0 shares					
			SHARED DISPOSITIVE POWER					
		8	59,269,000 shares					
	LOOPEON							
9	AGGKEGA		IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
,	59,269,000 sl	hares						
	CHECK IF	THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10								
	PERCENT	OF CL.	ASS REPRESENTED BY AMOUNT IN ROW (9)					
11	14.0%	14.0%						
	TYPE OF R	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
12	TTE OF REFORMATO FERSOR (SEE INSTRUCTIONS)							
14	CO							
1	1							

-		EPORTING PERSONS FICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
1	M. James Barrett					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)					
3	SEC USE ONI	SEC USE ONLY				
4	CITIZENSHII United States	P OR PLACE OF ORGANIZATION				
	5	SOLE VOTING POWER				
		0 shares SHARED VOTING POWER				
NUMBER OF S BENEFICIA	LLY					
OWNED BY I REPORTING P WITH		SOLE DISPOSITIVE POWER				
		0 shares SHARED DISPOSITIVE POWER				
	8					
0	AGGREGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	59,269,000 sha	res				
10	CHECK IF TI	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	14.0%					
12	TYPE OF RE	PORTING PERSON (SEE INSTRUCTIONS)				
14	IN					
	1					

	NAMES	OF REP	ORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
L	Peter J. Barris						
•		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
2							
	(b)□ SEC USE ONLY						
3	SEC USI						
5							
	CITIZEN	NSHIP O	R PLACE OF ORGANIZATION				
4	United St	ates					
	Ollited St	ates					
		-	SOLE VOTING POWER				
		5	0 shares				
			SHARED VOTING POWER				
NUMBER OF S	HARES	6					
BENEFICIA		v	59,269,000 shares				
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER				
WITH		7	0 shares				
		0	SHARED DISPOSITIVE POWER				
		8	59,269,000 shares				
	AGGRE	GATE AI	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9							
-	59,269,000 shares						
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
10							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
11	14.0%						
	TYPE O	F REPOF	RTING PERSON (SEE INSTRUCTIONS)				
12							
	IN						
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	NAMES OF REPORTING PERSONS					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
-	Forest Baskett					
	CHECK	FILE AD	PROPRIATE BOX IF A MEMBER OF A GROUP			
2	$(a)\square$	I HE AP	PROPRIATE BOX IF A MEMBER OF A GROUP			
2	(a)□ (b)□					
	SEC USE ONLY					
3						
_						
	CITIZEN	SHIP O	R PLACE OF ORGANIZATION			
4	United Sta	ites				
		5	SOLE VOTING POWER			
		3	0 shares			
	F		SHARED VOTING POWER			
NUMBER OF S	HARES	6				
BENEFICIA		v	59,269,000 shares			
OWNED BY I REPORTING P			SOLE DISPOSITIVE POWER			
WITH	7		0 shares			
		0	SHARED DISPOSITIVE POWER			
		8	59,269,000 shares			
	AGGREG	CATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9						
,	59,269,00	0 shares				
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	14.0%					
	TVPE OF	TVDE OF DEDODTING DEDSON (SEE INSTDUCTIONS)				
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
14	IN					
	1					

CUSIP No.	00653A107
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1			PORTING PERSONS CATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
1	Anthony A. Florence, Jr.					
2	CHECK (a)□ (b)□					
3	SEC USI	SEC USE ONLY				
	CITIZE	NSHIP C	DR PLACE OF ORGANIZATION			
4	United St	tates				
		-	SOLE VOTING POWER			
		5	0 shares			
			SHARED VOTING POWER			
NUMBER OF S BENEFICIA	LLY	6	59,269,000 shares			
OWNED BY E REPORTING P		_	SOLE DISPOSITIVE POWER			
WITH		7	0 shares			
	8	0	SHARED DISPOSITIVE POWER			
		8	59,269,000 shares			
0	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	59,269,00	00 shares				
	СНЕСК	IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10						
	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	14.0%					
	TYPE O	F REPO	RTING PERSON (SEE INSTRUCTIONS)			
12	IN					

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
1	Patrick J. Kerins					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
2						
	(b)□ SEC USE	ONI V				
3	SEC USE	UNET				
	CITIZEN	SHIP O	R PLACE OF ORGANIZATION			
4	United Sta	ates citize	en			
		-	SOLE VOTING POWER			
		5	0 shares			
	Γ	6	SHARED VOTING POWER			
NUMBER OF SI BENEFICIAL	LLY	6	59,269,000 shares			
OWNED BY E REPORTING P	-	_	SOLE DISPOSITIVE POWER			
WITH	7		0 shares			
		•	SHARED DISPOSITIVE POWER			
	8		59,269,000 shares			
<u>^</u>	AGGREO	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	59,269,00	,269,000 shares				
1.0	CHECK	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10						
	PERCEN	T OF C	LASS REPRESENTED BY AMOUNT IN ROW (9)			
11	14.0%					
	TYPE OF	F REPOI	RTING PERSON (SEE INSTRUCTIONS)			
12	IN					

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1       NAMES OF REPORTINC PERSONS         1       LRS. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)         2       (a)         (a)       (b)         3       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP         (a)       (b)         (b)       (c)         3       SEC USE ONLY         3       CHTIZENSHIP OR PLACE OF ORGANIZATION         (b)       (c)         4       CHTIZENSHIP OR PLACE OF ORGANIZATION         (c)       (c)         5       SOLE VOTING POWER         6       59.269,000 shares         6       59.269,000 shares         7       SOLE DISPOSITIVE POWER         163.229       (c)         8       SHARED DISPOSITIVE POWER         163.229       (c)         8       SHARED DISPOSITIVE POWER         163.229       (c)         8       SHARED DISPOSITIVE POWER         59.432,229 shares       (c)         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         14.0%       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)          TYPE OF REPORTING PERSON (SEE								
1       David M. Mott         2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP         (a)       (b)         (b)       (b)         3       SECUSE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION United States         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5         6       SHARED VOTING POWER 163,229         7       SOLE VITING POWER 163,229         8       SHARED VOTING POWER 163,229         7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 163,229         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%		NAMES OF REPORTING PERSONS						
David M. Mott         2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP         (a)       (b)         3       SEC USE ONLY         3       CITIZENSHIP OR PLACE OF ORGANIZATION United States         4       CITIZENSHIP OR PLACE OF ORGANIZATION United States         5       SOLE VOTING POWER 163,229         6       SHARED VOTING POWER 163,229         6       SHARED VOTING POWER 163,229         7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 163,229         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         142       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
2       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP         3       SEC USE ONLY         3       CITIZENSHIP OR PLACE OF ORGANIZATION         4       CITIZENSHIP OR PLACE OF ORGANIZATION         united States       Inited States         NUMBER OF SHARES       5         SOLE VOTING POWER         163,229         6       SHARED VOTING POWER         9       SOLE DISPOSITIVE POWER         7       SOLE DISPOSITIVE POWER         163,229       SHARED DISPOSITIVE POWER         7       SOLE DISPOSITIVE POWER         9       SHARED DISPOSITIVE POWER         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         14.0%       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	1	D						
2       (a)		David M.						
(b)         SEC USE ONLY           3         SEC USE ONLY           4         CITIZENSHIP OR PLACE OF ORGANIZATION United States           NUMBER OF SHARES BENEFICIALLY         SOLE VOTING POWER 163,229           6         SHARED VOTING POWER 59,269,000 shares           7         SOLE DISPOSITIVE POWER 163,229           8         SHARED DISPOSITIVE POWER 59,269,000 shares           9         AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares           10		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
SEC USE ONLY         4       CITIZENSHIP OR PLACE OF ORGANIZATION United States         VIEW STATES         SOLE VOTING POWER 163,229         SHARED VOTING POWER 163,229         SOLE DISPOSITIVE POWER 59,269,000 shares         OUE DISPOSITIVE POWER 163,229         SOLE DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%	2							
3       CITIZENSHIP OR PLACE OF ORGANIZATION United States         4       CITIZENSHIP OR PLACE OF ORGANIZATION United States         5       SOLE VOTING POWER 163,229         6       SHARED VOTING POWER 163,229         7       SOLE DISPOSITIVE POWER 163,229         8       SOLE DISPOSITIVE POWER 163,229         9       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) 14,0%         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14,0%		(b)□						
4       CITIZENSHIP OR PLACE OF ORGANIZATION United States         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5       SOLE VOTING POWER 163,229         6       SHARED VOTING POWER 163,229       SHARED VOTING POWER 59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%		SEC USI	SEC USE ONLY					
4       United States         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5       SOLE VOTING POWER 163,229         6       SHARED VOTING POWER 59,269,000 shares       SOLE DISPOSITIVE POWER 163,229         7       SOLE DISPOSITIVE POWER 163,229       SHARED DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares       SHARED DISPOSITIVE POWER 59,432,229 shares         10       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%	3							
4       United States         NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5       SOLE VOTING POWER 163,229         6       SHARED VOTING POWER 59,269,000 shares       SOLE DISPOSITIVE POWER 163,229         7       SOLE DISPOSITIVE POWER 163,229       SHARED DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares       SHARED DISPOSITIVE POWER 59,432,229 shares         10       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%								
NUMBER OF SHARES       5       SOLE VOTING POWER         BENEFICIALLY       6       SHARED VOTING POWER         OWNED BY EACH       6       SHARED VOTING POWER         BENEFICIALLY       7       SOLE DISPOSITIVE POWER         10       7       SOLE DISPOSITIVE POWER         10		CITIZE	NSHIP C	OR PLACE OF ORGANIZATION				
NUMBER OF SHARES BENEFICIALLY       5       SOLE VOTING POWER 163,229         BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6       SHARED VOTING POWER 59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229       7         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	4	United St	ates					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       5       SHARED VOTING POWER 59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229       5         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		e intea se						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6       SHARED VOTING POWER 59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			_	SOLE VOTING POWER				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6       SHARED VOTING POWER 59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229       SOLE DISPOSITIVE POWER 163,229         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			5	163.229				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       6       59,269,000 shares         7       SOLE DISPOSITIVE POWER 163,229       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)								
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH       7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			(	SHARED VOTING POWER				
OWNED BY EACH REPORTING PERSON WITH       7       SOLE DISPOSITIVE POWER 163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)         TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			0	59,269,000 shares				
Reforming Ferson WITH       7       163,229         8       SHARED DISPOSITIVE POWER 59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)								
1     163,229       8     SHARED DISPOSITIVE POWER       59,269,000 shares       9     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       59,432,229 shares       10     CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)       11     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.0%		ERSON	7	SOLE DISPOSITIVE POWER				
8       59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	WITH		/	163,229				
8       59,269,000 shares         9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				SHADED DISDOSITIVE DOWED				
9       AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON         59,432,229 shares       59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         11       14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		8	Q	SHARED DISPOSITIVE FOWER				
9       59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         11       14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			0	59,269,000 shares				
9       59,432,229 shares         10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         11       14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		AGGRE	GATE A	MOUNT RENEFICIALLY OWNED BY FACH REPORTING PERSON				
10       CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)         11       PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)         11       14.0%         12       TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	9							
10     □       11     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.0%       12	,	59,432,229 shares						
10     □       11     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)       14.0%       12		СНЕСК	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
Image: Descent of class represented by amount in row (9)       14.0%       Type of reporting person (see instructions)	10							
11 14.0% TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)								
14.0% TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)	11	14.09/						
12		14.0%	14.0%					
		TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
IN	12	IN						

CUSIP No.	00653A107
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	NAMES OF REPORTING PERSONS		
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
-	Scott D. Sandell		
•	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□ (b)□		
	SEC USE ONLY		
3			
	CITIZENSHIP OR PLACE OF ORGANIZATION		OR PLACE OF ORGANIZATION
4	United St	tates	
		-	SOLE VOTING POWER
		5	0 shares
	-		SHARED VOTING POWER
NUMBER OF SI BENEFICIAL	LLY	6	59,269,000 shares
OWNED BY E REPORTING PI		-	SOLE DISPOSITIVE POWER
WITH		7	0 shares
		0	SHARED DISPOSITIVE POWER
		8	59,269,000 shares
0	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9	59,269,000 shares		
1.0	CHECK	IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
10			
	PERCEN	NT OF C	LASS REPRESENTED BY AMOUNT IN ROW (9)
11	14.0%		
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		
12	IN		

CUSIP	No.	00653A107
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	NAMES OF REPORTING PERSONS			
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
1	Peter W. Sonsini			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)□			
-	(u)⊒ (b)□			
_	SEC US	SE ONLY	Ŷ	
3				
	CITIZE	NSHIP	OR PLACE OF ORGANIZATION	
4	United S	States		
			SOLE VOTING POWER	
		5	0 shares	
			SHARED VOTING POWER	
NUMBER OF SI BENEFICIA		6	59,269,000 shares	
OWNED BY E	ACH		SOLE DISPOSITIVE POWER	
REPORTING PI WITH	ERSON	7		
		,	0 shares	
		0	SHARED DISPOSITIVE POWER	
		8	59,269,000 shares	
	AGGRI	EGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
9	59,269,000 shares			
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10	<b>10</b>			
	DEDCE		CLASS DEDDESENTED DV AMOUNT IN DOW (0)	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
•••	14.0%			
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
12	IN	Ν		

	NAMES	OFDE	PORTING PERSONS
			ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1			
	Ravi Viswanathan		
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
2			
	(b)		
3	SEC USE ONET		
5			
	CITIZENSHIP OR PLACE OF ORGANIZATION		
4	United States		
			SOLE VOTING POWER
		5	0 shares
			SHARED VOTING POWER
NUMBER OF S	HARES	6	
BENEFICIA		U	59,269,000 shares
OWNED BY E REPORTING P	-	_	SOLE DISPOSITIVE POWER
WITH		7	0 shares
			SHARED DISPOSITIVE POWER
		8	59,269,000 shares
	ACCDE	CATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9		-	
	59,269,0	00 shares	3
1.0	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
10			
	PERCE	NT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)
11	14.0%		
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		
12			
	IN		

## Item 1(a). <u>Name of Issuer</u>:

Adaptimmune Therapeutics Plc (the "Issuer").

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

101 Park Drive, Milton Park, Abingdon, Oxfordshire OX14 4RY, United Kingdom.

#### Item 2(a). Names of Persons Filing:

This statement is being filed by New Enterprise Associates 14 L.P. ("NEA 14"); NEA Partners 14, L.P. ("NEA Partners 14"), which is the sole general partner of NEA 14; NEA 14 GP, LTD ("NEA 14 GP"), which is the sole general partner of NEA Partners 14; and M. James Barrett ("Barrett"), Peter J. Barris ("Barris"), Forest Baskett ("Baskett"), Anthony A. Florence, Jr. ("Florence"), Patrick J. Kerins ("Kerins"), David M. Mott ("Mott"), Scott D. Sandell ("Sandell"), Peter W. Sonsini ("Sonsini") and Ravi Viswanathan ("Viswanathan") (collectively, the "Directors") and Krishna S. Kolluri ("Kolluri") and Harry R. Weller ("Weller"). The Directors are the individual directors of NEA 14 GP. NEA 14, NEA Partners 14, NEA 14 GP and the Directors are sometimes referred to collectively herein as the "Reporting Persons".

## Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the principal business office of NEA 14, NEA Partners 14 and NEA 14 GP is New Enterprise Associates, 1954 Greenspring Drive, Suite 600, Timonium, MD 21093. The address of the principal business office of Baskett, Sandell, Sonsini and Viswanathan is New Enterprise Associates, 2855 Sand Hill Road, Menlo Park, California 94025. The address of the principal business office of Barrett, Barris, Florence, Kerins and Mott is New Enterprise Associates, 5425 Wisconsin Avenue, Suite 800, Chevy Chase, MD 20815.

# Item 2(c). <u>Citizenship</u>:

Each of NEA 14 and NEA Partners 14 is a Cayman Islands exempted limited partnership. NEA 14 GP is a Cayman Islands exempted company. Each of the Directors is a United States citizen.

## Item 2(d). <u>Title of Class of Securities</u>:

Ordinary Shares, £.001 par value ("Ordinary Shares").

Item 2(e). CUSIP Number:

00653A107.

## Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), checkwhether the person filing is a:

Not applicable.

## Item 4. <u>Ownership</u>.

(a) Amount Beneficially Owned: NEA 14 is the record owner of 9,878,167 American Depositary Shares of the Issuer, which represent 59,269,000 Ordinary Shares of the Issuer, as of December 31, 2016 (the "Shares"). As the sole general partner of NEA 14, NEA Partners 14 may be deemed to own beneficially the Shares. As the sole general partner of NEA Partners 14, NEA 14 GP likewise may be deemed to own beneficially the Shares. As the individual Directors of NEA 14 GP, each of the Directors also may be deemed to own beneficially the Shares.

As of December 31, 2016, Mott is the record owner of options to purchase 163,229 Ordinary Shares exercisable immediately (the "Mott Option Shares"). As such, Mott may be deemed to be the beneficial owner of the Mott Option Shares in addition to the Shares.

- (b) Percent of Class: See Line 11 of cover sheets. The percentages set forth on the cover sheet for each Reporting Person other than Mott are calculated based on 424,711,900 Ordinary Shares reported by the Issuer to be outstanding as of November 10, 2016 on the Issuer's Form 10-Q as filed with the Securities and Exchange Commission on November 10, 2016 (the "10-Q Shares"). The percentage set forth on the cover sheet for Mott is calculated based on 424,875,129 Ordinary Shares, which includes (i) the 10-Q Shares and (ii) Mott Option Shares.
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: See Line 5 of cover sheets.
  - (ii) shared power to vote or to direct the vote: See Line 6 of cover sheets.
  - (iii) sole power to dispose or to direct the disposition of: See Line 7 of cover sheets.
  - (iv) shared power to dispose or to direct the disposition of: See Line 8 of cover sheets.

Each Reporting Person disclaims beneficial ownership of such Securities except for the shares, if any, such Reporting Person holds of record.

### Item 5. <u>Ownership of Five Percent or Less of a Class</u>.

Kolluri and Weller have ceased to beneficially own five percent (5%) or more of the Issuer's outstanding Common Stock as a result of ceasing to be a Director of NEA 14 GP.

# Item 6. <u>Ownership of More than Five Percent on Behalf of Another Person</u>

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. The Reporting Persons expressly disclaim membership in a "group" as used in Rule 13d-5(b).

# Item 9. <u>Notice of Dissolution of Group</u>.

Not applicable.

# Item 10. <u>Certification</u>.

Not applicable. This Schedule 13G is not filed pursuant to Rule 13d-1(b) or Rule 13d-1(c).

# Material to be Filed as Exhibits.

Exhibit 1 - Agreement regarding filing of joint Schedule 13G.

Exhibit 2 - Power of Attorney regarding filings under the Securities Exchange Act of 1934, as amended.

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# **SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 14, 2017

NEW ENTERPRISE ASSOCIATES 14, L.P.

By: NEA PARTNERS 14, L.P. General Partner

By:

By: NEA 14 GP, LTD General Partner

> \* Peter J. Barris Director

NEA PARTNERS 14, L.P.

By: NEA 14 GP, LTD General Partner

> By: \* Peter J. Barris

Director

NEA 14 GP, LTD

By: \* Peter J. Barris Director

Michael James Barrett

\*

Peter J. Barris

\*

\*

Forest Baskett

CUSIP No.	00653A107
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*
Anthony A. Florence, Jr.
*
Patrick J. Kerins
*
Krishna S. Kolluri
*
David M. Mott
*
Scott D. Sandell
*
Peter W. Sonsini
*
Ravi Viswanathan
*
Harry R. Weller

\*By: /s/ Sasha O. Keough Sasha O. Keough As attorney-in-fact

13G

This Schedule 13G was executed by Sasha O. Keough on behalf of the individuals listed above pursuant to a Power of Attorney, a copy of which is attached as Exhibit 2.

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# EXHIBIT 1

# AGREEMENT

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed with respect to the ownership by each of the undersigned of shares of stock of Adaptimmune Therapeutics Plc.

EXECUTED this 14th day of February, 2017

NEW ENTERPRISE ASSOCIATES 14, L.P.

- By: NEA PARTNERS 14, L.P. General Partner
  - By: NEA 14 GP, LTD General Partner

By: \* Peter J. Barris Director

NEA PARTNERS 14, L.P.

By: NEA 14 GP, LTD General Partner

> By: \* Peter J. Barris Director

NEA 14 GP, LTD

By:

\* Peter J. Barris Director

\*

Michael James Barrett

\*

Peter J. Barris

\*

Forest Baskett

13G

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*
Anthony A. Florence, Jr.
*
Patrick J. Kerins
*
Krishna S. Kolluri
*
David M. Mott
*
Scott D. Sandell
*
Peter W. Sonsini
*
Ravi Viswanathan
*
Harry R. Weller

\*By: <u>/s/ Sasha O. Keough</u> Sasha O. Keough As attorney-in-fact

This Agreement was executed by Sasha O. Keough on behalf of the individuals listed above pursuant to a Power of Attorney, a copy of which is attached as Exhibit 2.

## EXHIBIT 2

#### POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Louis S. Citron, Timothy Schaller, Sasha Keough and Stephanie Brecher, and each of them, with full power to act without the others, his or her true and lawful attorney-in-fact, with full power of substitution, to sign any and all instruments, certificates and documents that may be necessary, desirable or appropriate to be executed on behalf of himself as an individual or in his or her capacity as a direct or indirect general partner, director, officer or manager of any partnership, corporation or limited liability company, pursuant to section 13 or 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the Financial Industry Regulatory Authority, granting unto said attorney-in-fact full power and authority to do and perform each and every act and thing necessary, desirable or appropriate, fully to all intents and purposes as he or she might or could do in person, thereby ratifying and confirming all that said attorney-in-fact, or his or her substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 1st day of August, 2013.

<u>/s/ M. James Barrett</u> M. James Barrett

/s/ Peter J. Barris Peter J. Barris

/s/ Forest Baskett Forest Baskett

<u>/s/ Rohini Chakravarthy</u> Rohini Chakravarthy

/s/ Patrick Chung Patrick Chung

<u>/s/ Ryan Drant</u> Ryan Drant

<u>/s/ Anthony A. Florence</u> Anthony A. Florence

/s/ Robert Garland Robert Garland

<u>/s/ Paul Hsiao</u> Paul Hsiao

/s/ Patrick J. Kerins Patrick J. Kerins

/s/ Suzanne King Suzanne King

<u>/s/ Krishna S. Kolluri</u> Krishna S. Kolluri

<u>/s/ C. Richard Kramlich</u> C. Richard Kramlich

<u>/s/ Edward Mathers</u> Edward Mathers

/s/ David M. Mott David M. Mott

/s/ John M. Nehra John M. Nehra

<u>/s/ Charles W. Newhall III</u> Charles W. Newhall III

/s/ Jason R. Nunn Jason R. Nunn

<u>/s/ Jon Sakoda</u> Jon Sakoda

/s/ Scott D. Sandell Scott D. Sandell

/s/ Peter W. Sonsini Peter W. Sonsini

<u>/s/ A. Brooke Seawell</u> A. Brooke Seawell

<u>/s/ Ravi Viswanathan</u> Ravi Viswanathan

/s/ Paul E. Walker Paul E. Walker

<u>/s/ Harry Weller</u> Harry Weller