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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

Adaptimmune Therapeutics Plc
(Name of Issuer)
Ordinary Shares, £.001 par value per share
(Title of Class of Securities)
00653A107
(CUSIP Number)
December 31, 2017
(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(c)

*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 No. 00653A107	13G	Page 2 of 22

	NAMES	OF REP	ORTING PERSONS			
I D.C. IDENTIFICATION NOS. OF A BOVE PERSONS (ENTIFIES ONLY)						
1						
		New Enterprise Associates 14, L.P.				
•		THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP			
2	(a)□ (b)□					
	SEC USI	E ONLY				
3						
4	CITIZE	NSHIP O	R PLACE OF ORGANIZATION			
4	Cayman l	Islands ex	empted limited partnership			
		_	SOLE VOTING POWER			
		5	0 shares			
			SHARED VOTING POWER			
NUMBER OF S BENEFICIA	LLY		72,138,996 shares			
OWNED BY			SOLE DISPOSITIVE POWER			
WITH	,	7	0 shares			
			SHARED DISPOSITIVE POWER			
		8	72,138,996 shares			
	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	72,138,99	6 shares				
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
10	10					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		LASS REPRESENTED BY AMOUNT IN ROW (9)				
11	12.8%					
	TYPE O	F REPOR	RTING PERSON (SEE INSTRUCTIONS)			
12 _{PN}						

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CUSIP No. 00653A107	13G	Page 3 of 22

	NAMES OF REPORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
NEA Partners 14, L.P.					
	CHECK	THE AD	PROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□	THE AP	PROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□ (b)□				
	SEC USE	EONLY			
3					
_	CITIZEN	NSHIP O	R PLACE OF ORGANIZATION		
4	Cavman I	slands ex	empted limited partnership		
	10.1,				
		_	SOLE VOTING POWER		
		5	0 shares		
			SHARED VOTING POWER		
NUMBER OF S	SHARES	6			
BENEFICIA		Ů	72,138,996 shares		
OWNED BY I			SOLE DISPOSITIVE POWER		
WITH		7	0 shares		
		0	SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
	AGGRE	GATE A	 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9			ROOM DEMETORIBLE OWNED DE ENOUGHEROUN		
	72,138,99	6 shares			
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10					
	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	12.8%				
12.070					
	TYPE O	F REPOI	RTING PERSON (SEE INSTRUCTIONS)		
$ 12 _{PN}$					
	111				

CUSIP No. 00653A107	13G	
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	N	OF F==	ADTING DEDGONG		
	NAMES OF REPORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) NEA 14 GP, LTD				
_	CHECK	THE API	PROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□				
	(b)□				
3	SEC USE	ONLY			
3					
4	CITIZEN	SHIP OI	R PLACE OF ORGANIZATION		
4	Cayman I	slands exe	empted company		
			SOLE VOTING POWER		
		5	0 shares		
			SHARED VOTING POWER		
NUMBER OF S		6	72,138,996 shares		
BENEFICIA OWNED BY					
REPORTING P	PERSON	_	SOLE DISPOSITIVE POWER		
WITH	7		0 shares		
			SHARED DISPOSITIVE POWER		
	8	8	72,138,996 shares		
	AGGREG	GATE AN	 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	72,138,996 shares				
	1 1		CODEC ATTE AMOUNT BY DOWN ON EVER ADDRESS CERTAIN ON A DEC. (ODE DISTRICTIONS)		
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10					
1.1	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	12.8%				
	TYPE OI	REPOR	TING PERSON (SEE INSTRUCTIONS)		
12					
	CO				

Page 4 of 22

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CUSIP No. 00653A107	13G	Page 5 of 22

		NAMES OF REPORTING PERSONS				
1		I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) M. James Barrett				
2	CHECK (a)□ (b)□					
3	SEC USI	E ONLY				
4	CITIZEN United St		R PLACE OF ORGANIZATION			
	5		SOLE VOTING POWER 0 shares			
NUMBER OF S	ALLY	6	SHARED VOTING POWER 72,138,996 shares			
OWNED BY REPORTING I WITH	G PERSON		SOLE DISPOSITIVE POWER 0 shares			
		8	SHARED DISPOSITIVE POWER 72,138,996 shares			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 72,138,996 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) 12.8%					
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN					

CUSIP No. 00653A107	13G	Page 6 of 22

	NAMES	OF REP	PORTING PERSONS		
1.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
1	Peter J. Barris				
_	CHECK	THE AI	PPROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□ (b)□				
	SEC USI	E ONLY			
3					
4	CITIZE	NSHIP C	OR PLACE OF ORGANIZATION		
4	United St	ates			
		_	SOLE VOTING POWER		
		5	0 shares		
			SHARED VOTING POWER		
NUMBER OF BENEFICIA	ALLY	6	72,138,996 shares		
OWNED BY REPORTING	PERSON	_	SOLE DISPOSITIVE POWER		
WITH	7		0 shares		
		0	SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
0	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	72,138,99	72,138,996 shares			
		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
10					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 12.8%		LASS REPRESENTED BY AMOUNT IN ROW (9)			
10	TYPE O	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
12 _{IN}					
11 12	12.8% TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				

CUSIP No. 00653A107	13G
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	NAMES OF REPORTING PERSONS LDS. INENTIFICATION NOS. OF A BOVE PERSONS (ENTIFIES ONLY)					
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
Forest Baskett						
2		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(a)□ (b)□	(a)□ (b)□				
_	SEC USI	SEC USE ONLY				
3						
4	CITIZENSHIP OR PLACE OF ORGANIZATION					
4	United St	tates				
		_	SOLE VOTING POWER			
		5	0 shares			
		_	SHARED VOTING POWER			
NUMBER OF S BENEFICIA	ALLY	6	72,138,996 shares			
OWNED BY REPORTING I		_	SOLE DISPOSITIVE POWER			
WITH		7	0 shares			
			SHARED DISPOSITIVE POWER			
	8	8	72,138,996 shares			
	AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
9	72,138,996 shares					
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10						
4.4	PERCEN	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	12.8%					
	TYPE O	F REPO	RTING PERSON (SEE INSTRUCTIONS)			
12	IN					

Page 7 of 22

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CUSIP No. 00653A107	13G	Page 8 of 22

	NAMES OF REPORTING PERSONS				
1	I.R.S. IDE	R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Anthony A	. Flore	nce, Jr.		
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	$(a)\Box$				
		(b) [
3	SEC USE	SEC USE ONLY			
3					
	CITIZENS	SHIP (OR PLACE OF ORGANIZATION		
4	United Stat	es			
			SOLE VOTING POWER		
		5	0 shares		
			SHARED VOTING POWER		
NUMBER OF S	SHARES	6			
BENEFICIA OWNED BY			72,138,996 shares		
REPORTING P	PERSON	_	SOLE DISPOSITIVE POWER		
WITH	7		0 shares		
			SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
	AGGREG	ATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9					
	72,138,996 shares				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	PERCENT	OFC	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	12.8%				
	TYPE OF	REPO	ORTING PERSON (SEE INSTRUCTIONS)		
12	IN				
	IIN				

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CUSIP No. 00653A107	13G	Page 9 of 22

NAMES OF REPORTING PERSONS				
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
Patrick J.	Kerins			
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
` ′	SEC USE ONLY			
CITIZE	NSHIP C	OR PLACE OF ORGANIZATION		
United St	ates citiz	en		
·	_	SOLE VOTING POWER		
	5	0 shares		
		SHARED VOTING POWER		
ALLY	6	72,138,996 shares		
EACH PERSON	_	SOLE DISPOSITIVE POWER		
	7	0 shares		
	0	SHARED DISPOSITIVE POWER		
	8	72,138,996 shares		
AGGRE	GATE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
72,138,996 shares				
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		LASS REPRESENTED BY AMOUNT IN ROW (9)		
12.8%				
TYPE O	F REPO	RTING PERSON (SEE INSTRUCTIONS)		
12 IN				
	I.R.S. ID Patrick J. CHECK (a) (b) SEC USI CITIZEN United St CHECK CITIZEN United St CHECK PERSON AGGRE 72,138,99 CHECK PERCEN 12.8%	I.R.S. IDENTIFICATION IN THE Patrick J. Kerins CHECK THE AI (a) (b) SEC USE ONLY CITIZENSHIP CONTINUES OF CONTINUES		

CUSIP No. 00653A107	13G	Page 10 of 22
		g

2	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) David M. Mott CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b)		
3	(b)□ SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		5 6 7 8	SOLE VOTING POWER 354,639 shares SHARED VOTING POWER 72,138,996 shares SOLE DISPOSITIVE POWER 354,639 shares SHARED DISPOSITIVE POWER 72,138,996 shares
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 72,493,635 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) 12.9%		
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN		

CUSIP No. 00653A107	13G	Page 11 of 22

	1				
	NAMES OF REPORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Scott D. Sandell				
	CHECK	THE A	PPROPRIATE BOX IF A MEMBER OF A GROUP		
2	(a)□				
	(b)□				
	SEC USE ONLY				
3					
	CITIZE	NSHIP (OR PLACE OF ORGANIZATION		
4	United St	tates			
			SOLE VOTING POWER		
		5	0 shares		
	ļ		SHARED VOTING POWER		
NUMBER OF S BENEFICIA	LLY	6	72,138,996 shares		
OWNED BY I REPORTING P	_		SOLE DISPOSITIVE POWER		
WITH			0 shares		
	İ		SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
_	AGGRE	GATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	72,138,996 shares				
	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
10					
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		CLASS REPRESENTED BY AMOUNT IN ROW (9)			
11	12.8%				
	TYPE O	F REPO	ORTING PERSON (SEE INSTRUCTIONS)		
12	IN				

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CUSIP No. 00653A107	13G	Page 12 of 22

	214245	OF F.	PROPERTY OF PERCONS		
		AMES OF REPORTING PERSONS D. G. INENTERICATION NOS. OF A POWE PERSONS (ENTITIES ONLY)			
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Peter W. Sonsini				
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
2	(a)□				
	(b)□				
2	SEC USE	E ONL	Y		
3					
	CITIZEN	SHIP	OR PLACE OF ORGANIZATION		
4	United Sta	ates			
		5	SOLE VOTING POWER		
		3	0 shares		
			SHARED VOTING POWER		
NUMBER OF S		6	72,138,996 shares		
BENEFICIA OWNED BY 1					
REPORTING P		7	SOLE DISPOSITIVE POWER		
WITH		/	0 shares		
			SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
	AGGREG	GATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	72,138,99				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		E AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
10					
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	12.8%				
	TYPE O	F REP	ORTING PERSON (SEE INSTRUCTIONS)		
12	IN				

CUSIP No. 00653A107	
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13G

Page 13 of 22

	NAMES OF REPORTING PERSONS				
1	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	Ravi Viswanathan				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)□				
	(a)□ (b)□				
2	SEC USE ONLY				
3					
_	CITIZE	NSHIP (OR PLACE OF ORGANIZATION		
4	United States				
		_	SOLE VOTING POWER		
	LLY	5	0 shares		
			SHARED VOTING POWER		
NUMBER OF SI BENEFICIAL		6	72,138,996 shares		
OWNED BY E		7	SOLE DISPOSITIVE POWER		
WITH			0 shares		
			SHARED DISPOSITIVE POWER		
		8	72,138,996 shares		
_	AGGRE	EGATE A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
9	72,138,9	96 shares	s ·		
4.0	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	12.8%				
	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
12	IN				

CUSIP No. 00653A107	13G	Page 14 of 22
JUSIP No. 00653A107	13G	Page 14 of 22

Item 1(a). Name of Issuer:

Adaptimmune Therapeutics Plc (the "Issuer").

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

60 Jubilee Avenue, 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"). 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, Kerins and Mott is New Enterprise Associates, 5425 Wisconsin Avenue, Suite 800, Chevy Chase, MD 20815. The address of the principal business office of Florence is New Enterprise Associates, 104 5th Avenue, 19th Floor, New York, NY 10001.

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). <u>CUSIP Number</u>:

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. Ownership.

(a) Amount Beneficially Owned: NEA 14 is the record owner of 12,023,166 American Depositary Shares of the Issuer, which represent 72,138,996 Ordinary Shares of the Issuer, as of December 31, 2017 (the "Shares"). As the sole general partner of NEA 14, NEA Partners 14 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, 2017, Mott is the record owner of options to purchase 354,639 Ordinary Shares exercisable within 60 days of such date (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 562,119,334 Ordinary Shares reported by the Issuer to be outstanding as of October 31, 2017 on the Issuer's Form 10-Q as filed with the Securities and Exchange Commission on November 2, 2017 (the "10-Q Shares"). The percentage set forth on the cover sheet for Mott is calculated based on 562,473,973 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. Ownership of Five Percent or Less of a Class.

Not applicable.

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

Not applicable.

Item 7. <u>Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.</u>

Not applicable.

Item 8. <u>Identification and Classification of Members of the Group.</u>

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.

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: January 29, 2018

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

*
Anthony A. Florence, Jr.
*
Patrick J. Kerins
*
David M. Mott
*
Scott D. Sandell
*
Peter W. Sonsini

CUSIP No. 00653A107

Ravi Viswanathan

*By: /s/ Sasha O. Keough Sasha O. Keough

As attorney-in-fact

13G

Page 18 of 22

This Amendment No. 2 to 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.

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 29th day of January, 2018

NEW	ENTERPRISE	ASSOCIATES	1/1 I D
INE W	ENTERFRISE	ASSOCIATES	14, L.F.

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

General Farther

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

NEA 14 GP, LTD

By: *
Peter J. Barris
Director

Director

Michael James Barrett

*

Peter J. Barris

*

Forest Baskett

USIP No. 00653A107	13G	Page 20 of 22

*	
Anthony A. Florence, Jr.	
*	
Patrick J. Kerins	
*	
David M. Mott	
*	
Scott D. Sandell	
*	
Peter W. Sonsini	
*	

Ravi Viswanathan

*By: /s/ Sasha O. Keough
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 13th day of March, 2017.

/s/ M. James Barrett
M. James Barrett
/s/ Peter J. Barris
Peter J. Barris
/s/ Forest Baskett
Forest Baskett
/s/ Ali Behbahani Ali Behbahani
All Delibaliani
/s/ Colin Bryant
Colin Bryant
/s/ Carmen Chang
Carmen Chang
/s/ Anthony A. Florence, Jr.
Anthony A. Florence, Jr.
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/s/ Carol G. Gallagher
Carol G. Gallagher
/s/ Dayna Grayson
Dayna Grayson
/s/ Patrick J. Kerins
/ 5/ I duller J. IXCIIIIS

Patrick J. Kerins

/s/ P. Justin Klein P. Justin Klein
/s/ Vanessa Larco Vanessa Larco
/s/ Joshua Makower Joshua Makower
/s/ Mohamad H. Makhzoumi Mohamad H. Makhzoumi
/s/ Edward T. Mathers Edward T. Mathers
/s/ David M. Mott David M. Mott
/s/ Sara M. Nayeem Sara M. Nayeem
/s/ Jason R. Nunn Jason R. Nunn
/s/ Gregory Papadopoulos Gregory Papadopoulos
/s/ Chetan Puttagunta Chetan Puttagunta
/s/ Jon Sakoda Jon Sakoda
/s/ Scott D. Sandell Scott D. Sandell
/s/ A. Brooke Seawell A. Brooke Seawell
/s/ Peter W. Sonsini Peter W. Sonsini
/s/ Melissa Taunton Melissa Taunton
/s/ Frank M. Torti Frank M. Torti
/s/ Ravi Viswanathan Ravi Viswanathan
/s/ Paul E. Walker Paul E. Walker
/s/ Rick Yang Rick Yang