FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Menzel Garry E			2. Issuer Name and Ticker or Trading Symbol Adaptimmune Therapeutics PLC [ ADAP ]		ionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner					
(Last)	, , , , , , , , , , , , , , , , , , , ,		3. Date of Earliest Transaction (Month/Day/Year) 06/01/2023		Officer (give title below)	Other (specify below)				
C/O ADAPTIMMUNE THERAPEUTICS PLC, 60 JUBILEE AVENUE, MILTON PARK  (Street)		<i>'</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person						
ABINGDON	X0	OX14 4RX	Rule 10b5-1(c) Transaction Indication							
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

#### 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)	3. Transaction Code (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
American Depositary Shares representing Ordinary Shares <sup>(1)</sup>	06/01/2023		A <sup>(2)(3)</sup>		200,646	A	(2)(3)	200,646	I	See Footnote <sup>(4)</sup>
American Depositary Shares representing Ordinary Shares <sup>(1)</sup>	06/01/2023		A <sup>(2)(5)</sup>		200,647	A	(3)(5)	200,647	I	See Footnote <sup>(6)</sup>
American Depositary Shares representing Ordinary Shares <sup>(1)</sup>	06/01/2023		A <sup>(2)(7)</sup>		209,931	A	(3)(7)	209,931	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

### Explanation of Responses:

- 1. Each American Depositary Share of the Issuer (each, an "ADS") represents six ordinary shares of the Issuer (each, an "Ordinary Share"), nominal value GBP 0.001 per Ordinary Share, of the Issuer.
- 2. Pursuant to the terms of the Agreement and Plan of Merger, dated as of March 5, 2023, as amended by Amendment No. 1 to Agreement and Plan of Merger, dated as of April 5, 2023 (the "Merger Agreement"), by and among the Issuer, CM Merger Sub, Inc. ("Merger Sub") and TCR2 Therapeutics, Inc. ("TCRR"), among other things, Merger Sub will be merged with and into TCRR (the "Merger") with TCRR surriving the Merger, as wholly-owned subsidiary of the Issuer. At the effective time of the Merger, each share of TCRR common stock was cancelled and converted into the right to receive 1.5117 ADSs (the "ADS Exchange Ratio"), rounded down to the nearest whole ADS. On May 31, 2023, the last trading day before the effective time of the Merger, the closing price of shares of TCRR common stock was \$1.48 per share, and the closing price of the Issuer's ADSs was \$1.02 per share.
- 3. Received 200,646 ADSs, representing 1,203,876 Ordinary Shares in exchange for 132,729 shares of TCRR common stock in connection with the Merger and pursuant to the terms of the Merger Agreement.
- 4. ADSs held by the Garry E. Menzel Revocable Trust of 2022, under Indenture of Trust dated April 5, 2022 (the "Menzel Trust"). The Reporting Person is the trustee of the Menzel Trust, and as such the Reporting Person may be deemed to beneficially own such securities. The Reporting Person and members of his immediate family are the sole beneficiaries of the Menzel Trust.
- 5. Received 200,647 ADSs, representing 1,203,882 Ordinary Shares in exchange for 132,730 shares of TCRR common stock in connection with the Merger and pursuant to the terms of the Merger Agreement.
- 6. ADSs held by the Mary E. Henshall Revocable Trust of 2022, under Indenture of Trust dated April 5, 2022 (the "Henshall Trust"). The Reporting Person's spouse is the trustee of the Henshall Trust, and as such the Reporting Person may be deemed to beneficially own such securities. The Reporting Person and members of his immediate family are the sole beneficiaries of the Henshall Trust.
- 7. Received 209,931 ADSs, representing 1,259,586 Ordinary Shares of the Issuer in exchange for 138,871 shares of TCRR common stock in connection with the Merger and pursuant to the terms of the Merger Agreement.

<u>/s/ Garry E Menzel\*\*</u> 06/01/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.