

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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

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

1. Name and Address of Reporting Person* <u>Gaspas Bobby</u>			2. Issuer Name and Ticker or Trading Symbol <u>Orchard Therapeutics plc [ ORTX ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Executive Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/04/2022</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O ORCHARD THERAPEUTICS PLC 245 HAMMERSMITH ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>LONDON X0 W6 8PW</u>								
(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)	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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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	3. Transaction Date (Month/Day/Year)	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 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				
Stock Option (Right to Buy)	\$12.54	10/04/2022		D <sup>(1)</sup>			50,000	(2)	01/15/2029	Ordinary Shares <sup>(3)</sup>	50,000	\$0.00 <sup>(1)</sup>	0	D	
Stock Option (Right to Buy)	\$0.58	10/04/2022		A <sup>(1)</sup>		50,000		(2)	01/15/2029	Ordinary Shares <sup>(3)</sup>	50,000	\$0.00 <sup>(1)</sup>	50,000	D	
Stock Option (Right to Buy)	\$13.58	10/04/2022		D <sup>(1)</sup>		200,000		(4)	01/01/2030	Ordinary Shares <sup>(3)</sup>	200,000	\$0.00 <sup>(1)</sup>	0	D	
Stock Option (Right to Buy)	\$0.58	10/04/2022		A <sup>(1)</sup>		200,000		(4)	01/01/2030	Ordinary Shares <sup>(3)</sup>	200,000	\$0.00 <sup>(1)</sup>	200,000	D	
Stock Option (Right to Buy)	\$7.05	10/04/2022		D <sup>(1)</sup>		300,000		(5)	03/31/2030	Ordinary Shares <sup>(3)</sup>	300,000	\$0.00 <sup>(1)</sup>	0	D	
Stock Option (Right to Buy)	\$0.58	10/04/2022		A <sup>(1)</sup>		300,000		(5)	03/31/2030	Ordinary Shares <sup>(3)</sup>	300,000	\$0.00 <sup>(1)</sup>	300,000	D	
Stock Option (Right to Buy)	\$5.98	10/04/2022		D <sup>(1)</sup>		850,000		(6)	01/31/2031	Ordinary Shares <sup>(3)</sup>	850,000	\$0.00 <sup>(1)</sup>	0	D	
Stock Option (Right to Buy)	\$0.58	10/04/2022		A <sup>(1)</sup>		850,000		(6)	01/31/2031	Ordinary Shares <sup>(3)</sup>	850,000	\$0.00 <sup>(1)</sup>	850,000	D	
Stock Option (Right to Buy)	\$5.98	10/04/2022		D <sup>(1)</sup>		55,006		(7)	01/31/2031	Ordinary Shares <sup>(3)</sup>	55,006	\$0.00 <sup>(1)</sup>	0	D	
Stock Option (Right to Buy)	\$0.58	10/04/2022		A <sup>(1)</sup>		55,006		(7)	01/31/2031	Ordinary Shares <sup>(3)</sup>	55,006	\$0.00 <sup>(1)</sup>	55,006	D	

**Explanation of Responses:**

- On October 4, 2022, the Compensation Committee of the Issuer's Board of Directors approved an option repricing. All of the other terms of the options remain unchanged. Such transactions were exempt pursuant to Rule 16b-6(d) and Rule 16b-3 of the Exchange Act, as applicable.
- The shares subject to this option vest in equal monthly installments over the four years after January 16, 2019.
- The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- The shares subject to this option vest in equal monthly installments over the four years after January 2, 2020.
- The shares subject to this option vest in equal monthly installments over the four years after April 1, 2020.
- The shares subject to this option vest in equal monthly installments over the four years after February 1, 2021.
- The shares subject to this option are fully vested as of the date hereof.

**Remarks:**

/s/ Frank E. Thomas, as  
Attorney-in-Fact

10/06/2022

\*\* Signature of Reporting Person

Date

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.**