
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D. C.

FORM 25

**NOTIFICATION OF REMOVAL FROM LISTING
AND/OR REGISTRATION UNDER SECTION 12(b)
OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-40299

**Achilles Therapeutics plc
The Nasdaq Stock Market LLC**

(Exact name of Issuer as specified in its charter, and name of Exchange
where security is listed and/or registered)

3rd Floor, 1 Ashley Road
Altrincham, Cheshire WA14 2DT
United Kingdom

Tel: +44 (0)20 8154 4600

(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

American Depositary Shares, each representing one ordinary share, nominal value of £0.001 per share
Ordinary shares, nominal value £0.001 per share
(Description of class of securities)

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

- 17 CFR 240.12d2-2(a)(1)
- 17 CFR 240.12d2-2(a)(2)
- 17 CFR 240.12d2-2(a)(3)
- 17 CFR 240.12d2-2(a)(4)
- Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange.¹
- Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with the rules of the Exchange and the requirements of 17 CFR 240.12d2-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

¹ Form 25 and attached Notice will be considered compliance with the provisions of 17 CFR 240.19d-1 as applicable. See General Instructions.

Pursuant to the requirements of the Securities Exchange Act of 1934, Achilles Therapeutics plc (Name of Issuer or Exchange) certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

March 11, 2025

Date

By /s/ Robert Coutts

Name

Chief Financial Officer

Title