

PFIC Annual Information Statement

Achilles Therapeutics plc

We believe that Achilles Therapeutics plc (the “Company”) is a Passive Foreign Investment Company (“PFIC”) for the taxable year beginning January 1, 2021 and ending on December 31, 2021. The attached PFIC Annual Information Statement is being provided for shareholders who are United States persons pursuant to the requirements of Treasury Regulation Section 1.1295-1(g)(1). The PFIC Annual Information Statement contains information to enable you, should you so choose based on the advice of your tax advisors in light of your tax circumstances, to elect to treat the Company as a Qualified Electing Fund (“QEF”).

THE INFORMATION INCLUDED IN THIS LETTER AND IN THE PFIC STATEMENT ATTACHED DOES NOT CONSTITUTE TAX ADVICE. THE U.S. TAX LAWS REGARDING PFICS ARE EXTREMELY COMPLEX AND SHAREHOLDERS ARE ADVISED TO CONSULT WITH THEIR OWN TAX ADVISORS CONCERNING THE OVERALL TAX CONSEQUENCES OF THE OWNERSHIP OF UNITS ARISING IN THEIR OWN PARTICULAR SITUATIONS UNDER UNITED STATES FEDERAL, STATE, LOCAL OR FOREIGN LAW AS WELL AS TO DETERMINE APPROPRIATE REPORTING OBLIGATIONS.

PFIC ANNUAL INFORMATION STATEMENT

**STATEMENT PURSUANT TO TREAS. REG. SECTION 1.1295-1(g)(1) BY ACHILLES
THERAPEUTICS PLC**

1. The taxable year to which this statement applies: January 1, 2021 through December 31, 2021.
2. The Shareholder's pro rata shares of the ordinary earnings and net capital gain for the taxable year indicated in paragraph (1), above, are:

Ordinary Earnings: \$0.00/share
Net Capital Gain: \$0.00/share

3. The amount of cash and the fair market value of other property distributed or deemed distributed to the Shareholder during the taxable year indicated in paragraph (1), above, are:

Cash: \$0.00/share
Fair Market Value of Property: \$0.00/share

4. The PFIC will permit the Shareholder to inspect and copy its permanent books of account, records, and such other documents as are maintained by the PFIC to establish that the PFIC's ordinary earnings and net capital gain are computed in accordance with U.S. income tax principles, and to verify these amounts and the Shareholder's pro rata shares thereof.