

Atara Biotherapeutics, Inc.  
Form 4  
September 14, 2015

# 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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Ciechanover Isaac E.

(Last) (First) (Middle)

701 GATEWAY  
BOULEVARD, SUITE 200

(Street)

SOUTH SAN  
FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Atara Biotherapeutics, Inc. [ATRA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/10/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 09/10/2015                           |  | S <sup>(1)</sup>               |   | 400   | D  | \$ 44.67<br>(2)                   |
|                                 |                                      |  |                                |   |   |  | 412,411                           |
|                                 |                                      |  |                                |   |   |  | I                                 |
|                                 |                                      |  |                                |   |   |  | See Footnote (3)                  |
| Common Stock                    | 09/10/2015                           |  | S <sup>(1)</sup>               |   | 1,800   | D  | \$ 45.98<br>(4)                   |
|                                 |                                      |  |                                |   |   |  | 410,611                           |
|                                 |                                      |  |                                |   |   |  | I                                 |
|                                 |                                      |  |                                |   |   |  | See Footnote (3)                  |
| Common Stock                    | 09/10/2015                           |  | S <sup>(1)</sup>               |   | 400   | D  | \$ 46.73<br>(5)                   |
|                                 |                                      |  |                                |   |   |  | 410,211                           |
|                                 |                                      |  |                                |   |   |  | I                                 |
|                                 |                                      |  |                                |   |   |  | See Footnote (3)                  |
| Common                          | 09/11/2015                           |  | S <sup>(1)</sup>               |   | 800   | D  | \$ 409,411                        |
|                                 |                                      |  |                                |   |   |  | I                                 |
|                                 |                                      |  |                                |   |   |  | See                               |

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|              |            |  |                  |       |       |       |         |   |                  |
|--------------|------------|--|------------------|-------|-------|-------|---------|---|------------------|
| Stock        |            |  |                  |       | 45.42 |       |         |   | Footnote<br>(3)  |
|              |            |  |                  |       | (6)   |       |         |   |                  |
|              |            |  |                  |       | \$    |       |         |   | See              |
| Common Stock | 09/11/2015 |  | S <sup>(1)</sup> | 1,700 | D     | 46.83 | 407,711 | I | Footnote<br>(3)  |
|              |            |  |                  |       |       | (7)   |         |   |                  |
|              |            |  |                  |       |       | \$    |         |   |                  |
| Common Stock | 09/11/2015 |  | S <sup>(1)</sup> | 100   | D     | 47.74 | 407,611 | D |                  |
|              |            |  |                  |       |       | (8)   |         |   |                  |
|              |            |  |                  |       |       |       |         |   | See              |
| Common Stock |            |  |                  |       |       |       | 450,824 | I | Footnote<br>(9)  |
|              |            |  |                  |       |       |       |         |   |                  |
|              |            |  |                  |       |       |       |         |   | See              |
| Common Stock |            |  |                  |       |       |       | 180,000 | I | Footnote<br>(10) |
|              |            |  |                  |       |       |       |         |   |                  |
|              |            |  |                  |       |       |       |         |   |                  |
| Common Stock |            |  |                  |       |       |       | 41,532  | D |                  |

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |
|  |  |                                      |  | Code                           | V (A) (D)   |  |   |  |  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

|          |           |                         |       |
|----------|-----------|-------------------------|-------|
| Director | 10% Owner | Officer                 | Other |
| X        |           | Chief Executive Officer |       |

Ciechanover Isaac E.  
701 GATEWAY BOULEVARD  
SUITE 200  
SOUTH SAN FRANCISCO, CA 94080

## Signatures

/s/ Tina Gullotta, Attorney-in-Fact for Isaac E.  
Ciechanover

09/14/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Transaction pursuant to Rule 10b5-1 Plan adopted December 12, 2014.
- The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$44.21 to \$44.90. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (3) Shares are held by the Isaac E. Ciechanover and Allison M. Ciechanover Family Trust dated 8/8/08, of which the Reporting Person is a trustee.
- The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$45.49 to \$46.40. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (4) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$46.62 to \$46.78. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (6) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$45.15 to \$45.61. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (7) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$46.21 to \$47.16. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (8) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$47.71 to \$47.74. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- (9) Shares are held by the Ciechanover Family GRAT, of which the Reporting Person is a trustee.
- (10) Shares are held by the The Ciechanover 2015 GRAT, of which the Reporting Person is a trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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