

Atara Biotherapeutics, Inc.
Form 4
August 24, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gallagher Carol Giltner

(Last) (First) (Middle)

C/O ATARA BIOTHERAPEUTICS,
INC., 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)

08/20/2015

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/20/2015		S ⁽¹⁾	2,000 D	\$ 43.24 (2) 107,538	D	
Common Stock	08/20/2015		S ⁽¹⁾	600 D	\$ 44.08 (3) 106,938	D	
Common Stock	08/20/2015		S ⁽¹⁾	3,274 D	\$ 45.88 (4) 103,664	D	
	08/21/2015		S ⁽¹⁾	5,426 D	98,238	D	

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Common Stock					\$ 41.65 (5)			
Common Stock	08/21/2015	S(1)	448	D	\$ 42.46 (6)	97,790	D	
Common Stock	08/24/2015	S(1)	627	D	\$ 38.44 (7)	97,163	D	
Common Stock	08/24/2015	S(1)	1,232	D	\$ 39.77 (8)	95,931	D	
Common Stock	08/24/2015	S(1)	2,736	D	\$ 40.67 (9)	93,195	D	
Common Stock	08/24/2015	S(1)	1,279	D	\$ 41.88 (10)	91,916	D	

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

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SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Gallagher Carol Giltner
C/O ATARA BIOTHERAPEUTICS, INC.
701 GATEWAY BOULEVARD, SUITE 200 X
SOUTH SAN FRANCISCO, CA 94080

Signatures

/s/ Tina Gullotta, Attorney-in-Fact for Carol G.
Gallagher

08/24/2015

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 May 22, 2015.

The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$42.71 to \$43.62. 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) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$44.00 to \$44.125. 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 \$45.53 to \$46.44. 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.

(5) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$41.15 to \$42.15. 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 \$42.21 to \$42.66. 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 \$38.00 to \$38.75. 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 \$39.50 to \$40.50. 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) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$40.505 to \$41.39. 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.

(10) The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$41.61 to \$42.29. 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.

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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