

Atara Biotherapeutics, Inc.
Form 4
August 24, 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 *
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 Beneficial Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	08/20/2015		S ⁽¹⁾	2,000 D 43.24	107,538	D	
				(2)			
Common Stock	08/20/2015		S ⁽¹⁾	600 D 44.08	106,938	D	
				(3)			
Common Stock	08/20/2015		S ⁽¹⁾	3,274 D 45.88	103,664	D	
				(4)			
	08/21/2015		S ⁽¹⁾	5,426 D	98,238	D	

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

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

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 control number.

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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. Nu Deriv Secur Benef Own Follo Repo Trans (Instr
						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

Reporting Owners

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

Signatures

/s/ Tina Gullotta, Attorney-in-Fact for Carol G. 08/24/2015
Gallagher

__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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.