

MARCUS JOEL S  
Form 4  
March 01, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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 \*  
MARCUS JOEL S

(Last) (First) (Middle)

C/O ALEXANDRIA REAL ESTATE EQUITIES, INC, 385 EAST COLORADO BOULEVARD, SUITE 299

(Street)

PASADENA, CA 91101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Atara Biotherapeutics, Inc. [ATRA]

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

02/27/2019

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price (A) or (D)  |  |  |
| Common Stock                    | 02/27/2019                           |  | M                              |   | 25,000 A \$ 25.15   | 32,590   | D  |
| Common Stock                    | 02/27/2019                           |  | M                              |   | 10,500 A \$ 24.05   | 43,090   | D  |
| Common Stock                    | 02/27/2019                           |  | M                              |   | 5,500 A \$ 15.08  | 48,590   | D  |
| Common Stock                    | 02/27/2019                           |  | M                              |   | 21,500 A \$ 13.2  | 70,090   | D  |
|                                 | 02/28/2019                           |  | S                              |   | 62,590 D  | 7,500  | D  |

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|              |  |                           |         |   |  |  |   |
|--------------|--|---------------------------|---------|---|--|--|---|
| Common Stock |  | \$<br>36.07<br><u>(1)</u> |         |   |  |  |   |
| Common Stock |  |                           | 4,000   | I |  |  | Held by the Joel S. Marcus and Barbara A. Marcus Family Trust |
| Common Stock |  |                           | 908,355 | I |  |  | See footnote <u>(2)</u>                                       |

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 Security (Instr. 3 and 4) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Non-Qualified Stock Option (Right to Buy)  | \$ 25.15   | 02/27/2019                           |  | M                              | 25,000  | <u>(3)</u> 01/16/2022                                    | Common Stock  | 25,000                     |                            |
| Non-Qualified Stock Option (Right to Buy)  | \$ 24.05   | 02/27/2019                           |  | M                              | 10,500  | <u>(3)</u> 01/04/2023                                    | Common Stock  | 10,500                     |                            |
| Non-Qualified Stock Option (Right to Buy)  | \$ 15.08   | 02/27/2019                           |  | M                              | 5,500   | <u>(3)</u> 01/03/2024                                    | Common Stock  | 5,500                      |                            |
| Non-Qualified Stock Option (Right to Buy)  | \$ 13.2  | 02/27/2019                           |  | M                              | 21,500  | <u>(3)</u> 06/08/2024                                    | Common Stock  | 21,500                     |                            |

# Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MARCUS JOEL S<br>C/O ALEXANDRIA REAL ESTATE EQUITIES, INC<br>385 EAST COLORADO BOULEVARD, SUITE 299<br>PASADENA, CA 91101 | X             |           |         |       |

## Signatures

/s/ David Tucker, 03/01/2019  
Attorney-in-Fact

\*\*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).  
 The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$35.75 to \$36.72. The reporting person
  - (1) 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.  
 Consists of shares of common stock held by Alexandria Equities, LLC. Mr. Marcus is the Chairman, CEO and Founder of Alexandria Real Estate Equities, Inc., which is the managing member of Alexandria Equities, LLC, which has full voting and investment power with respect to the shares owned by Alexandria Equities, LLC. As an officer of Alexandria Real Estate Equities, Inc., Mr. Marcus may be deemed to have voting and investment power with respect to the shares owned by Alexandria Equities, LLC. Mr. Marcus disclaims beneficial ownership of the shares held by Alexandria Equities, LLC, except to the extent of his underlying pecuniary interest therein.
  - (2) Fully vested.
  - (3) Fully vested.

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.