

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Touchon Pascal</u> _____ (Last) (First) (Middle) C/O ATARA BIOTHERAPEUTICS, INC. 2380 CONEJO SPECTRUM ST, SUITE 200 _____ (Street) THOUSAND CA 91320 OAKS _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Atara Biotherapeutics, Inc. [ ATRA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President and CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) 08/12/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (Right to Buy)	\$510.75	08/12/2024		D		9,000	(1)	06/24/2029	Common Stock	9,000	\$0 <sup>(4)</sup>	0	D	
Employee Stock Option (Right to Buy)	\$303.75	08/12/2024		D		9,680	(2)	02/28/2030	Common Stock	9,680	\$0 <sup>(4)</sup>	0	D	
Employee Stock Option (Right to Buy)	\$427.63	08/12/2024		D		7,075	(3)	02/28/2031	Common Stock	7,075	\$0 <sup>(4)</sup>	0	D	

**Explanation of Responses:**

- 25% of the shares subject to the option vested on June 24, 2020, and the remaining shares vested in equal monthly installments over the following 36 months.
- 1/48th of the shares subject to the stock option vested and became exercisable each month with the initial installment vesting on April 1, 2020, subject to the reporting person's continuous service.
- 1/48th of the shares subject to the stock option vested and became exercisable each month with the initial installment vesting on April 1, 2021, subject to the reporting person's continuous service.
- This option was cancelled by mutual agreement of the Issuer and the reporting person, in exchange for which cancellation the reporting person will receive a total cash payment of \$100 as consideration.

/s/ John Chao, Attorney-in-Fact for Pascal Touchon 08/14/2024

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.