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

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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 or Section 30(h) of the Investment Company Act of 1940

| | pe Response | | | 1 | | | | | | | | | | | |
|---|---|--|---------------------------------|--|---|----------|--------------|---|------------------|---|--|---------|---|---|-------------------------------------|
| Name and Address of Reporting Person* Touchon Pascal | | | | 2. Issuer Name and Ticker or Trading Symbol Atara Biotherapeutics, Inc. [ATRA] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
| (Last) (First) (Middle) C/O ATARA BIOTHERAPEUTICS, INC., 611 GATEWAY BLVD., SUITE 900 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/24/2020 | | | | | | X Officer (give title below) Other (specify below) President and CEO | | | | | |
| (Street) | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| SOUTH SAN FRANCISCO, CA 94080 (City) (State) (Zip) | | | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |
| (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, i | 3. Transact Code (Instr. 8) | | | | | equired of (D) | 5. Amour Beneficia Reported | nt of Securities ally Owned Following Transaction(s) | | 6. Ownership Form: | Beneficial | |
| | | | (Month/Day/Yea | | ode | V | Amoun | (A) or (D) | Price | (Instr. 3 a | 3 and 4) | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| Common Stock | | 01/24/2020 | | F | (1) | | 9,900 | D | \$ 13.62 | 130,174 | 130,174 | | D | | |
| | | | | Derivative Secur | | quire | the f | form dis | splays a | a curre | ently valid | OMB con | spond unle trol numbe | | |
| 1 | | 1 | | (e.g., puts, calls, v | varran | ts, op | tions, | , conver | tible sec | urities |) | | • | | |
| Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transactio Date (Month/Day/ | Year) Execution Da | 4. Transaction Code Year) (Instr. 8) | of Deriv Secun Acqu (A) o Dispo of (D (Instr | Number a | | 5. Date Exercisable and Expiration Date Month/Day/Year) | | An Un Sec | Fitle and nount of derlying purities str. 3 and | | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | Owners Form of Derivati Security Direct (or Indire | Beneficia Ownershi (Instr. 4) |
| | | | | Code V | (A) | (D) | Date Exer | | Expirati Date | Tit | Amount or Number of Shares | | | | |
| Repor | ting O | wners | | | | | | | | | | | | | |

| | Relationships | | | | | | |
|--|---------------|--------------|-------------------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| Touchon Pascal C/O ATARA BIOTHERAPEUTICS, INC. 611 GATEWAY BLVD., SUITE 900 SOUTH SAN FRANCISCO, CA 94080 | X | | President and CEO | | | | |

Signatures

| /s/ David Tucker, Attorney-in-Fact | 01/28/2020 |
|------------------------------------|------------|
| **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) Shares withheld to cover tax obligation from settlement of vested restricted stock units.

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.