

INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | | | |
|---|--|--|---|--|--|---|
| 1. Name and Address of Reporting Person Gallagher Carol Giltner <small>(Last) (First) (Middle)</small> C/O ATARA BIOTHERAPEUTICS, INC., 3260 BAYSHORE BOULEVARD <small>(Street)</small> BRISBANE, CA 94005 <small>(City) (State) (Zip)</small> | | 2. Date of Event Requiring Statement (Month/Day/Year) 10/15/2014 | 3. Issuer Name and Ticker or Trading Symbol Atara Biotherapeutics, Inc. [ATRA] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | | |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series A Preferred Stock | (1) | (1) | Common Stock | 22,500 | \$ (1) | I | See Footnote (2) |
| Series B Preferred Stock | (1) | (1) | Common Stock | 10,975 | \$ (1) | I | See Footnote (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Gallagher Carol Giltner C/O ATARA BIOTHERAPEUTICS, INC. 3260 BAYSHORE BOULEVARD BRISBANE, CA 94005 | X | | | |

Signatures

| | |
|--|---------------------|
| /s/ Tina Gullotta, Attorney-in-Fact for Carol G. Gallagher | 10/15/2014 |
| <small>Signature of Reporting Person</small> | <small>Date</small> |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Each share of preferred stock will automatically convert into one share of the Issuer's common stock upon the closing of the Issuer's initial public offering. The shares have no expiration date.
- (2) Shares held by Gallagher Revocable Trust, of which the Reporting Person is Trustee.

Remarks:

As described in the issuer's registration statement on Form S-1 (File No. 333-196936) for the issuer's initial public offering (the "IPO"), the Reporting Person holds 82,723 restricted stock units(the "RSUs"), the vesting of which are subject to the satisfaction of both (a) a service-based condition and (b) a liquidity event-based condition. As a result, RSUs are not yet considered reportable for purposes of Section 16, and are not reflected on this Form 3. The liquidity event-based condition of the RSUs will be satisfied upon the closing of the IPO.

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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Atara Biotherapeutics, Inc. (the "Company"), hereby constitutes and appoints John McGrath, Tina Gullotta and Kim Merritt the undersigned's true and lawful attorneys-in-fact to:

1. Complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and

2. Do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

The undersigned hereby terminates all prior powers of attorney regarding the subject matter hereof.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of July 17, 2014.

Signature: /s/ Carol G. Gallagher
Carol G. Gallagher