

Ciechanover Isaac E.
Form 4
February 20, 2018

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ciechanover Isaac E.

(Last) (First) (Middle)

611 GATEWAY
BOULEVARD, SUITE 900

(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)

02/15/2018

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)

Chief Executive Officer

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/15/2018		S ⁽¹⁾		2,500	D \$ 45.58 ⁽²⁾	260,378	I	See footnote ⁽³⁾
Common Stock	02/15/2018		S ⁽¹⁾		2,433	D \$ 46.71 ⁽⁴⁾	257,945	I	See footnote ⁽³⁾
Common Stock	02/15/2018		S ⁽¹⁾		4,767	D \$ 47.56 ⁽⁵⁾	253,178	I	See footnote ⁽³⁾
Common	02/15/2018		S ⁽¹⁾		300	D \$	252,878	I	See

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Stock					48.25			footnote (3)
Common Stock	02/16/2018	S ⁽¹⁾	3,000	D	\$ 45.44 (2)	249,878	I	See footnote (3)
Common Stock	02/16/2018	S ⁽¹⁾	1,600	D	\$ 46.55 (6)	248,278	I	See footnote (3)
Common Stock	02/16/2018	S ⁽¹⁾	5,100	D	\$ 47.91 (7)	243,178	I	See footnote (3)
Common Stock	02/16/2018	S ⁽¹⁾	300	D	\$ 48.43 (8)	242,878	I	See footnote (3)
Common Stock	02/15/2018	M	3,938	A	\$ 0 ⁽⁹⁾	812,613	D	

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

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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. Pr Deriv Secu (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(10)	02/15/2018		M		3,938		(11)	(12)	Common Stock	3,938

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Ciechanover Isaac E.
611 GATEWAY BOULEVARD
SUITE 900
SOUTH SAN FRANCISCO, CA 94080

X

Chief Executive Officer

Signatures

/s/ David Tucker, Attorney-in-Fact for Isaac E.
Ciechanover

02/20/2018

__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 18, 2017.

The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$45.00 to \$46.00. 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) Shares are held by the Isaac E. Ciechanover and Allison M. Ciechanover Family Trust dated 8/8/08, of which the Reporting Person is a trustee.

The price in Column 4 is a weighted average sale price. The prices actually received ranged from \$46.10 to \$47.10. 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 \$47.15 to \$48.15. 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 \$46.15 to \$47.10. 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 \$47.25 to \$48.20. 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 \$48.30 to \$48.55. 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) Shares issued upon settlement of vested restricted stock units ("RSUs").

(10) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock or a cash settlement.

(11) Fully vested.

(12) The earlier of (i) January 10, 2021 or (ii) the recipient's termination date.

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

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