

Atara Biotherapeutics, Inc.
Form SC 13G
February 17, 2015

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. ___)*

Atara Biotherapeutics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

046513107

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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Exhibit Index on Page 8

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1 NAME OF REPORTING PERSONS Kleiner Perkins Caufield & Byers XV, LLC ("KPCB XV")
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

SOLE VOTING POWER

52,599,028 shares, except that KPCB XV Associates, LLC ("Associates"), the managing member of KPCB XV, may be deemed to have sole power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

SOLE DISPOSITIVE POWER

72,599,028 shares, except that Associates, the managing member of KPCB XV, may be deemed to have sole power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

2,599,028

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12.9%

TYPE OF REPORTING PERSON

12

OO

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1 NAME OF REPORTING PERSONS KPCB XV Founders Fund, LLC ("KPCB XV Founders")
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
(a) (b)

3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

SOLE VOTING POWER

5 77,622 shares, except that Associates, the managing member of KPCB XV Founders, may be deemed to have sole power to vote these shares.
WITH

6 SHARED VOTING POWER
See response to row 5.

SOLE DISPOSITIVE POWER

7 77,622 shares, except that Associates, the managing member of KPCB XV, may be deemed to have sole power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

77,622

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES

..

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11
0.4%

TYPE OF REPORTING PERSON

12
OO

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1 NAME OF REPORTING PERSONS KPCB XV Associates, LLC
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a) (b)

3 SEC USE ONLY
 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
 SHARES
 BENEFICIALLY OWNED BY
 EACH
 REPORTING
 PERSON
 WITH

SOLE VOTING POWER
 52,676,650 shares, of which 2,599,028 are directly owned by KPCB XV and 77,622 are directly owned by KPCB XV Founders. Associates, the managing member of KPCB XV and KPCB XV Founders, may be deemed to have sole power to vote these shares.

6 SHARED VOTING POWER
 See response to row 5.
 SOLE DISPOSITIVE POWER

72,676,650 shares, of which 2,599,028 are directly owned by KPCB XV and 77,622 are directly owned by KPCB XV Founders. Associates, the managing member of KPCB XV and KPCB XV Founders, may be deemed to have sole power to dispose of these shares.

8 SHARED DISPOSITIVE POWER
 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,676,650

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ..
 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 13.2%

TYPE OF REPORTING PERSON

12 OO

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ITEM
1(A). NAME OF ISSUER

Atara Biotherapeutics, Inc. (the "Issuer")

ITEM
1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

3260 Bayshore Blvd.
Brisbane, CA 94005

ITEM
2(A). NAME OF PERSONS FILING

This Schedule is filed by Kleiner Perkins Caufield & Byers XV, LLC, a Delaware limited liability company, KPCB XV Founders Fund, LLC, a Delaware limited liability company, and KPCB XV Associates, LLC, a Delaware limited liability company. The foregoing entities are collectively referred to as the "Reporting Persons."

ITEM
2(B). ADDRESS OF PRINCIPAL OFFICE

The address for each of the Reporting Persons is:

c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, California 94025

ITEM
2(C). CITIZENSHIP

See Row 4 of cover page for each Reporting Person.

ITEM
2(D). TITLE OF CLASS OF SECURITIES

Common Stock, \$ 0.0001 par value per share.

ITEM
2(E). CUSIP NUMBER

046513107

ITEM
3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Not applicable.

ITEM
4. OWNERSHIP

The following information with respect to the ownership of the ordinary shares of the Issuer by the persons filing this Statement is provided as of December 31, 2014:

- (a) Amount beneficially owned:
See Row 9 of cover page for each Reporting Person.

- (b) Percent of Class:
See Row 11 of cover page for each Reporting Person.

- (c) Number of shares as to which such person has:

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- (i) Sole power to vote or to direct the vote:
See Row 5 of cover page for each Reporting Person.

- (ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

- (iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

- (iv) Shared power to dispose or to direct the disposition of:
See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited liability company agreements of the Reporting Persons, the members of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by each such entity of which they are a member.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

ITEM
9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM
10. CERTIFICATION.

Not applicable.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2015

KLEINER
PERKINS
CAUFIELD &
BYERS XV, LLC, a
Delaware limited
liability company

By: KPCB XV
ASSOCIATES,
LLC, a Delaware
limited liability
company, its
managing member

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel

KPCB XV
FOUNDERS
FUND, LLC, a
Delaware limited
liability company

By: KPCB XV
ASSOCIATES,
LLC, a Delaware
limited liability
company, its
managing member

By: /s/ Paul Vronsky

Paul Vronsky
General Counsel

KPCB XV
ASSOCIATES,
LLC, a Delaware
limited liability
company

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel

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EXHIBIT INDEX

Exhibit	Found on Sequentially Numbered Page
Exhibit A: Agreement of Joint Filing	9

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exhibit A

Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the common stock of the Issuer shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: February 11, 2015

KLEINER
PERKINS
CAUFIELD &
BYERS XV, LLC, a
Delaware limited
liability company

By: KPCB XV
ASSOCIATES,
LLC, a Delaware
limited liability
company, its
managing member

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel

KPCB XV
FOUNDERS
FUND, LLC, a
Delaware limited
liability company

By: KPCB XV
ASSOCIATES,
LLC, a Delaware

limited liability
company, its
managing member

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel

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ASSOCIATES,
LLC, a Delaware
limited liability
company

By: /s/ Paul Vronsky
Paul Vronsky
General Counsel