



2023 Annual Meeting of Stockholders Rules of Conduct

Welcome to the Atara Biotherapeutics, Inc. 2023 Annual Meeting of Stockholders (Annual Meeting).

Only Stockholders as of the close of business on the record date of April 4, 2023 may submit questions and vote while attending the Annual Meeting via the web portal listed below. Stockholders will need their voting control number provided with their proxy materials to demonstrate proof of stock ownership. In fairness to all Stockholders attending the Annual Meeting and in the interest of having a fair, informative, orderly and constructive meeting, the following rules and procedures will apply:

General

- The business of the Annual Meeting will be taken up in the order set forth in the Notice of Annual Meeting of Stockholders and as shown in the Agenda, which is included below. When an item or proposal is before the meeting for consideration, questions and comments should be confined to that item.
- Recording of the Annual Meeting is prohibited. A replay of the Annual Meeting will be archived for one year after the date of the Annual Meeting at the web portal: <https://www.virtualshareholdermeeting.com/ATRA2023>
- The Chair of the Annual Meeting has the authority necessary to preside over the meeting and may make any and all determinations with respect to the conduct of the Annual Meeting and rules and procedures to be followed during the Annual Meeting. The Chair may consult with such persons as he deems appropriate in arriving at decisions regarding conduct of the Annual Meeting.
- The Chair shall have the authority at any time, and from time to time, during the Annual Meeting to delegate the chairmanship of the Annual Meeting temporarily, or for the balance of the meeting, to such alternates as he deems appropriate.
- Stockholders who encounter any technical difficulties with check-in or during the Annual Meeting, please call the technical support number that will be posted on the virtual shareholder meeting log-in page.
- In the event of disorder, technical malfunction, or other significant problem that disrupts the meeting, the Chair may adjourn, recess or expedite the Annual Meeting or take such other action that the Chair or Corporate Secretary determines is appropriate in light of

the circumstances. Accordingly, if you are planning to vote by casting a ballot electronically during the meeting, be prepared to vote as soon as the polls open.

- Stockholders who wish to vote during the Annual Meeting, or change their previously submitted vote, such Stockholders may do so while the polls are open by logging into the Annual Meeting web portal as a Stockholder using the 16-digit control number received with the proxy materials and clicking the link provided on the screen. The polls will be open from the beginning of the Annual Meeting and will close immediately upon Closing of Polls set forth in the Agenda. The votes of those Stockholders who have voted their shares in advance of the Annual Meeting and prior to the deadline set forth in the Notice of Annual Meeting of Stockholders will be recorded by our inspector of elections, and such Stockholders do not need to vote those shares during the Annual Meeting, unless they wish to revoke or change their vote.

Stockholder questions

- We welcome questions from our Stockholders that are germane to the meeting and the items presented. Stockholders who have logged into the meeting and have entered their voting control number may submit appropriate questions during the meeting by typing the questions into the web portal at our Annual Meeting site.
- Following the conclusion of the formal part of the meeting, we will try to answer appropriate questions submitted if there is time.
- The Chair may, in his discretion, limit the time and extent of any discussion and the time and extent to which any person or persons may be heard. In order to give as many Stockholders the opportunity to ask questions, we kindly request that Stockholders limit their questions to one topic per question and to one question per Stockholder.
- Questions from Stockholders will be grouped by topic and one representative question will be read aloud before the appropriate Atara individuals answer as time permits.
- Again, only those questions that are appropriate for discussion at the meeting will be addressed. We do not intend to address any questions that are, among other things:
 - Irrelevant to our business;
 - Irrelevant to the business of the annual meeting;
 - Related to material nonpublic information about us;
 - Related to personal grievances or in bad taste;
 - Related to personnel matters such as layoff, termination, demotion, retirement or requests for employment, suggestions for product, and service innovations;
 - Related to pending or threatened litigation;
 - Repetitious;

- In furtherance of the Stockholder's personal or business interests and not otherwise a matter of interest to our Stockholders generally; or
 - Proposals or director nominations that were not previously submitted properly under SEC Rule 14a-8 or in accordance with our bylaws, as applicable; or
 - Out of order or otherwise not suitable for the conduct of the Annual Meeting as determined by the Chair or the Corporate Secretary in their judgment.
- Any appropriate questions not addressed during the meeting may, at our discretion, be answered either through direct communication with the Stockholder who submitted the question or through responses made available on our website.
 - If there are any matters of individual concern to a Stockholder and not of general concern to all Stockholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting Investor Relations at ehyllengren@atarabio.com.

**THE FAILURE TO OBSERVE THESE RULES OF CONDUCT WILL BE A BASIS FOR
REMOVAL FROM THE MEETING.**

Thank you for your cooperation and continued support of Atara Biotherapeutics, Inc.



2023 Annual Meeting of Stockholders Agenda

Wednesday, May 31, 2023, 9:00 a.m. Pacific Time

A. CALL THE MEETING TO ORDER

1. Introductions
2. Call to Order and Opening of Polls
3. Order of Business and Virtual Meeting Logistics
4. List of Stockholders
5. Proof of Notice of Meeting
6. Appointment of Inspector of Election
7. Announcement of Quorum Present

B. PROPOSALS AND DISCUSSION

1. Proposal No. 1 – To elect three directors to serve until the 2026 annual meeting of stockholders and until their successors are elected. The nominees for directors:
 - a. Pascal Touchon D.V.M.,
 - b. Carol Gallagher, Pharm.D., and
 - c. Mariz Grazia Roncarolo, M.D.
2. Proposal No. 2 – To approve, on an advisory basis, the compensation paid to the Company's named executive compensation as described in the proxy statement.
3. Proposal No. 3 – To ratify the selection of Deloitte & Touche LLP as the independent registered public accounting firm of the Company for the fiscal year ending December 31, 2023.
4. Proposal No. 4 – To approve an amendment of the Certificate of Incorporation of the Company to provide for the exculpation of officers as permitted by Delaware law.

C. CLOSING THE POLLS

1. Voting on Proposals
2. Questions on Proposals No. 1 – 4
3. Closing of Polls

D. PRELIMINARY RESULTS OF VOTING

E. CONCLUSION OF FORMAL PORTION OF MEETING

F. QUESTIONS