

## US Equity Research

22 October 2015

## BUY

unchanged

PRICE TARGET US\$80.00

unchanged

Price (21-Oct) US\$24.99

Ticker ATRA-NASDAQ

52-Week Range (US\$): 12.61 - 65.56  
 Avg Daily Vol (000s) : 0.3  
 Market Cap (US\$M): 1,214  
 Shares Out. (M) : 24.2

FYE Dec	2014A	2015E	2016E
Revenue (US\$M)	0	0	0
EPS Adj&Dil (US\$)	(8.50)	(2.03)	(4.65)

Quarterly Revenue	Q1	Q2	Q3	Q4
2014A	0	0	0	0
2015E	0A	0A	0	0
2016E	0	0	0	0

Quarterly EPS Adj&Dil	Q1	Q2	Q3	Q4
2014A	0.00	0.00	(4.20)	0.00
2015E	(0.41)A	(0.25)A	(0.69)	(0.65)
2016E	(0.88)	(0.96)	(1.41)	(1.35)

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## Company Update

## Positive analyst day update, top-line PINTA data expected December 2015

## 12-week PINTA data in December, secondary endpoints key

We expect positive top-line data for PINTA-745 in Protein Energy Wasting (PEW) in dialysis patients during December 2015, including positive data for secondary endpoints addressing quality of life. Importantly, the treatment period is 3x longer than the positive Phase 1 proof-of-concept study in Prostate Cancer, and dosing regimens will give higher drug exposure, suggesting a higher probability of success. We look for positive data on secondary endpoints at 12 weeks, including: (1) six-minute walk test and stair climb power test; (2) Hemoglobin A1C, Insulin resistance, use of diabetes meds; (3) Effect on use of ESAs; and (4) inflammation, measured by TNF-a, IL-6, and C-reactive protein.

## Pivotal EBV T-cell studies start 2016/2017, favorable endpoints

Atara will begin Phase 3 studies for its EBV T-cell programs in lymphoproliferative and Solid Organ Transplant in 2016, with a single-arm study slated for EBV after Stem Cell Transplant in Lymphoproliferative disorder. Pivotal studies will follow multicenter trials with MSK T-cells, and transition to Atara product in Phase 3. We view Best Overall Response Rate for EBV T-cell in lymphoproliferative disorder as a very favorable primary endpoint given the 65% response rate, and 64% Overall Survival seen at ASCO in 2015. Also, Event Free Survival is a favorable primary endpoint for EBV in Solid Organ Transplant given the ~58% Overall Survival also seen at ASCO in 2015, which we believe suggests much better outcomes vs. the control chemotherapy arm.

## Multiple Sclerosis EBV indication intriguing

Atara's T-cell technology may be applicable in Multiple Sclerosis, given the high percentage of patients infected with Epstein Barr Virus, an intriguing long-term opportunity. Although early, Atara's new partner QIMR reviewed data for autologous EBV-specific T-cell therapy in an MS patient suggesting interesting results. This indication will of course require substantial additional investigation, but illustrates the broad potential for Atara's allogeneic T-cell platform, in our view.

## QIMR partnership adds deep antigen expertise, complimentary

Atara's QIMR partnership gives deep expertise in antigens for EBV, and could speed development of various programs. Importantly, Atara was introduced to QIMR by Sloan Kettering, and therefore we do not view the new partnership as competitive. The lead investigator at Sloan Kettering, Dr. Richard O'Reilly, noted the valuable expertise that QIMR provides with regard to epitope specificity.

## Expect positive 12-week PINTA-745 data in December, including secondary functional endpoints

We expect positive top-line data for PINTA-745 in dialysis patients with Protein Energy Wasting (PEW) disease in December, and believe secondary endpoints will show a positive effect. Importantly, the dosing period for Atara's study is 3x longer than the prior positive Phase 1 trial in Prostate cancer, and higher drug levels will be achieved, both of which increase the chance of success in our view. Peak effect for PINTA-745 in the Phase 1 study in prostate cancer was seen at 2 months, after only 4 weeks of dosing (Figure 1 and 2), whereas Atara's current Phase 2 study will report data at 12 weeks, after 12 weeks of dosing.

**Figure 1: PINTA-745 Phase 1 Prostate Cancer Study**

**Table 4.** Percentage Change From Baseline for Lean Body Mass, Whole-Body Fat, and Lower-Extremity Muscle Size

	Lean Body Mass <sup>a</sup>	Whole-Body Fat <sup>b,c</sup>	Lower-extremity Muscle Size <sup>d</sup>
End point: percentage change from baseline to day 29 <sup>e</sup>			
AMG 745	1.5% (0.5%)	−1.7% (0.7%)	1.2% (0.7%)
Placebo	−0.7% (0.5%)	0.8% (0.7%)	−0.7% (0.7%)
Between-group difference	2.2% (0.8%)	−2.5% (1.0%)	1.8% (1.0%)
P value	.008	.021	.065
End point: percentage change from baseline to follow-up day 58 <sup>e</sup>			
AMG 745	1.9% (0.5%)	−1.5% (1.1%)	2.7% (0.7%)
Placebo	0.2% (0.5%)	0.5% (1.1%)	−0.1% (0.7%)
Between-group difference	1.7% (0.7%)	−2.0% (1.5%)	2.8% (1.0%)
P value	.023	.183	.007

<sup>a</sup> As assessed by DXA scan.

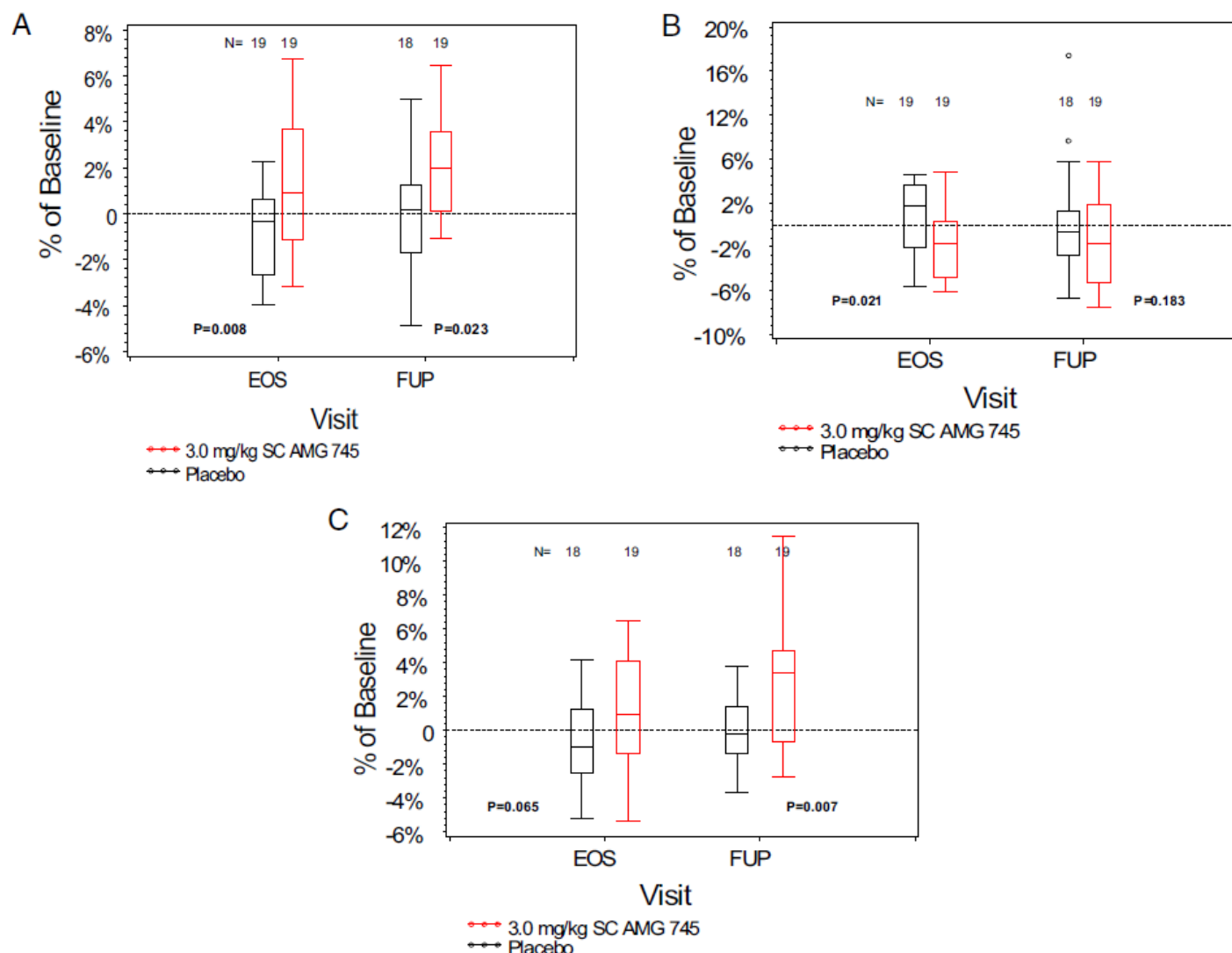
<sup>b</sup> Prespecified exploratory analysis.

<sup>c</sup> As assessed by CT scan.

<sup>d</sup> Values are least squares mean (SE), except P values.

<sup>e</sup> Lean body mass (minus the head), as assessed by DXA scan.

Source: Padhi et al, J Clin Endocrinol Metab, October 2014, 99(10):E1967-E1975

**Figure 2: PINTA-745 Phase 1 Prostate Cancer study, lean muscle mass**

**Figure 2.** A, Lean body mass and percentage change from baseline in total lean body mass determined by blinded central review of DXA data in men with prostate cancer on ADT receiving AMG 745 or placebo. The bottom and top of the boxes represent the first and third quartiles, and the horizontal band inside the box indicates the median value. The ends of the whiskers indicate the minimum and maximum data in the range of observations. Black color represents the placebo group, whereas red color indicates the AMG 745-treated group. EOS represents day 29, and FUP represents 1 month after day 29. P values are based on ANOVA comparison of the placebo, and AMG 745 3 mg/kg treatment groups are indicated. B, body fat and percentage change from baseline in total body fat determined by blinded central review of DXA data in men with prostate cancer on ADT receiving AMG 745 or placebo. The bottom and top of the boxes represent the first and third quartiles, and the horizontal band inside the box indicates the median value. The ends of the whiskers indicate the minimum and maximum data in the range of observations. Black color represents the placebo group, whereas the red color indicates the AMG 745-treated group. EOS represents day 29, and FUP represents 1 month after day 29. P values are based on an ANOVA comparison of the placebo, and AMG 745 3 mg/kg treatment groups are indicated. C, Lower extremity muscle size and percentage change from baseline in lower extremity muscle size determined by blinded central review of CT data in men with prostate cancer on ADT receiving AMG 745 or placebo. The bottom and top of the boxes represent the first and third quartiles, and the horizontal band inside the box indicates the median value. The ends of the whiskers indicate the minimum and maximum data in the range of observations. Black color represents the placebo group, whereas the red color indicates the AMG 745-treated group. EOS represents day 29, and FUP represents 1 month after day 29. P values are based on ANOVA comparison of the placebo and AMG 745 3 mg/kg treatment groups are indicated. FUP, follow-up period.

Source: Padhi et al, J Clin Endocrinol Metab, October 2014, 99(10):E1967-E1975

As mentioned above, the Phase 2 study for PINTA-745 in Protein Energy Wasting in dialysis patients involves 12 weeks of dosing. Patients will be randomized 3:1 to PINTA-745 vs placebo and dosed via IV once weekly for four weeks. Patients on active drug will receive one of three doses: 3 mg/kg for 12 weeks, 3 mg/kg for 3 weeks, followed by 1 mg/kg for 9 weeks, or 6 mg/kg for 3 weeks, followed by 2 mg/kg for 9 weeks. Placebo doses will also match the three dosing schedules for active drug (Figure 3).

Figure 3: PINTA-745 trial - Protein Energy wasting - dosing

Arms	Assigned Interventions
Experimental: PINTA 745	<p>Drug: PINTA 745</p> <p>PINTA 745 will be administered once weekly by IV infusion.</p> <p>Cohort dose schedules:</p> <p>3mg/kg weekly for 12 weeks</p> <p>3mg/kg for 3 weeks, followed by 1mg/kg for 9 weeks</p> <p>6mg/kg for 3 weeks, followed by 2mg/kg for 9 weeks</p>
Placebo Comparator: Placebo	<p>Drug: Placebo</p> <p>Placebo will be administered once weekly by IV infusion.</p> <p>Cohort dose schedules:</p> <p>3mg/kg weekly for 12 weeks</p> <p>3mg/kg for 3 weeks, followed by 1mg/kg for 9 weeks</p> <p>6mg/kg for 3 weeks, followed by 2mg/kg for 9 weeks</p>

Source: www.clinicaltrials.gov

Figure 4: PINTA-745 Phase 2 study

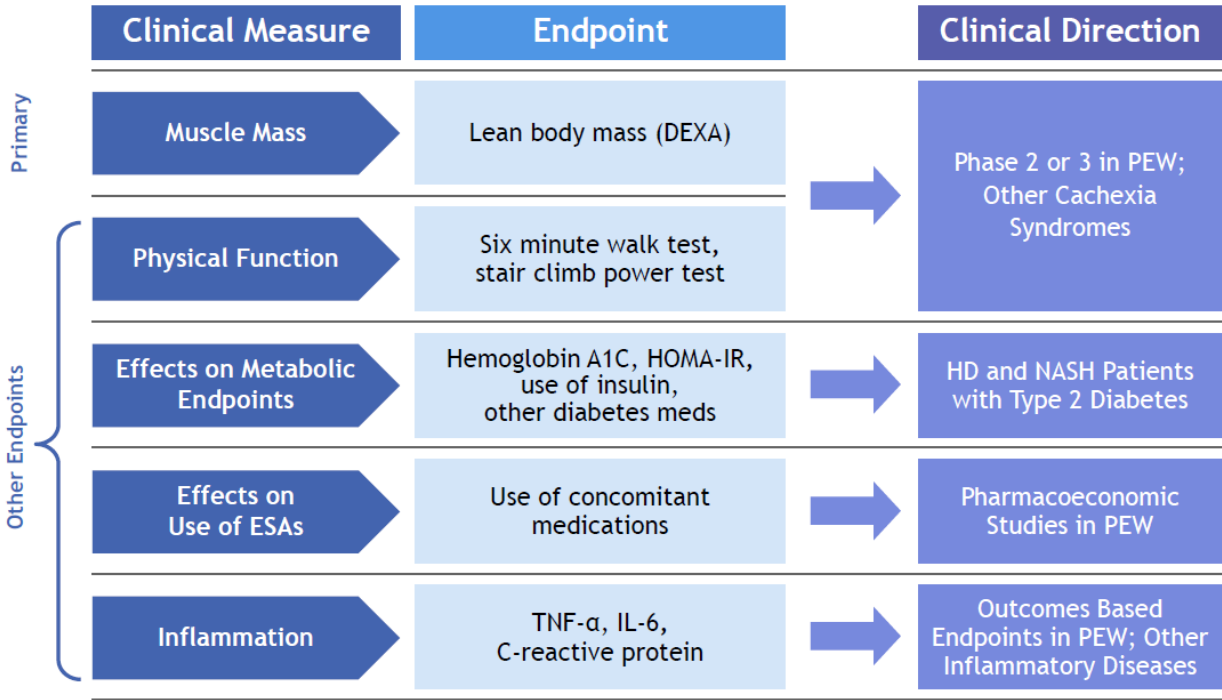
Study Design	<ul style="list-style-type: none"><li>• Blinded placebo controlled study designed to enroll 48 patients</li><li>• Randomized 3 to 1 to PINTA 745 or placebo</li><li>• 12 Weeks on drug; 8 weeks follow-up</li></ul>		
Cohorts	3 mg/kg QW N = 8	3 mg/kg load 1 mg/kg maintenance N = 20	6 mg/kg load 2 mg/kg maintenance N = 20
Endpoints	<ul style="list-style-type: none"><li>• Primary endpoint: lean body mass</li><li>• Secondary endpoints: physical function, others</li></ul>		

Source: Company Reports, Canaccord Genuity estimates

Secondary endpoints in focus for PINTA-745

We expect top-line data for PINTA-745 to show positive results for secondary endpoints describing physical function, and other important measures. Importantly, the study is not powered to show statistically significant differences for secondary endpoints, but we expect positive trends. Most important among the secondary endpoints, in our view, is the 6-min walk test and stair power climb test, but encouraging signals for metabolic endpoints would also be a meaningful plus (Figure 5).

Figure 5: PINTA-75 Phase 2 secondary endpoints



ESA = erythropoiesis stimulating agents

Source: Company Reports, Canaccord Genuity estimates

Figure 6: Atara catalysts

Event	Timing	Description	Effect	Importance	Notes
Data	Dec-15	PINTA-745	↑	Critical	12-week top-line data Phase 2 in PEW in dialysis
Data	YE15	MSK T-cell programs	↑	High	Additional data
Data	1Q16	PINTA-745	↑	Critical	20-week data Phase 2 in PEW in dialysis
Data	1H16	STM-434	↑	High	Results of Phase 1 in ovarian and solid tumors
Clinical	1H16	Initiate first EBV-PTLD pilot study	↑	High	
Clinical	2016	ATA 842	↑	Moderate	File IND, initiate first in human study
Clinical	2016	Two EBV pivotal studies	↑	High	Initiate two Phase 3 studies EBV, HCT, SOT

Source: Company Reports, Canaccord Genuity estimates

Figure 7: Atara valuation

Product	Peak Sales / Royalty (\$MM)	Peak Year	NPV at launch (\$MM)	Probability Adjustment	Current Value (\$MM)	EV/S multiple	Value / Share NPV	Value / Share EV / S	Average NPV, EV / S
PINTA-745									
US	1,575	2025	3,470	40%	576	5.5	\$24	\$41	\$32
Ex-US (royalty)	127	2026	340	40%	73	5.5	\$3	\$3	\$3
STM-434									
US	185	2025	269	30%	(1)	5.5	(\$0)	\$4	\$2
Ex-US (royalty)	11	2026	97	30%	16	5.5	\$1	\$0	\$0
EBV-CTL									
Hematopoietic Stem Cell Transplant									
US	164	2025	622	50%	239	5.5	\$10	\$6	\$8
Ex-US (royalty)	42	2025	192	50%	66	5.5	\$3	\$1	\$2
Solid Organ Transplant									
US	187	2023	1,206	50%	410	5.5	\$17	\$7	\$12
Ex-US (royalty)	23	2022	301	50%	103	5.5	\$4	\$1	\$3
CMV-CTL									
US	123	2025	227	35%	38	5.5	\$2	\$3	\$2
Ex-US (royalty)	36	2026	99	35%	18	5.5	\$1	\$1	\$1
Equity Value							\$64	\$66	\$65
Total Equity Value							\$64	\$66	\$65
Net Cash							\$15	\$15	\$15
Value per share							\$79	\$82	\$80
Shares Outstanding (MM)							24		
Risk-Free Rate		2%							
Beta		1.3							
Risk Premium		9%							
Discount Rate		13%							

Source: Company Reports, Canaccord Genuity estimates



Figure 8: Atara - Income Statement

## Atara Biotherapeutics

(\$000's) [FY - DEC]	2014A	1Q15A	2Q15A	3Q15E	4Q15E	2015E	2016E	2017E	2018E	2019E	2020E
<b>Revenue:</b>											
PINTA-745 - US									-	-	246,790
PINTA-745 - Ex-US royalty									-	-	-
STM-434 - US									-	18,800	57,810
STM-434 - Ex-US royalty									-	-	1,210
EBV-CTL - US											
HSCT									32,345	62,973	114,467
Solid Organ Transplant									20,166	62,321	106,998
EBV-CTL - Ex-US royalty											
HSCT									9,547	18,621	32,893
Solid Organ Transplant									3,208	9,673	16,202
CMV-CTL - US									-	17,088	35,209
CMV-CTL - Ex-US royalty									-	-	-
<b>Total revenue</b>	-	-	-	-	-	-	-	-	65,267	189,477	611,580
COGS	-	-	-	-	-	-	-	-	10,502	32,237	112,255
Gross profit	-	-	-	-	-	-	-	-	54,765	157,241	499,325
<b>Operating expenses:</b>											
<b>Research and development</b>	<b>15,446</b>	<b>5,767</b>	<b>7,007</b>	<b>12,771</b>	<b>12,198</b>	<b>37,743</b>	<b>124,300</b>	<b>144,750</b>	<b>146,982</b>	<b>150,306</b>	<b>150,280</b>
PINTA745	2,311	1,477	1,433	1,500	200	4,610	50,000	53,333	56,000	58,800	61,740
STM 434	4,389	664	628	1,250	1,250	3,792	13,333	16,667	17,500	12,250	8,575
ATA 842	624	982	1,825	1,000	1,000	4,807	4,000	7,333	13,333	35,000	36,750
T-cell therapy Programs (Option to license T-cell therapies)	2,000	122	4,587	5,380	5,379	15,468	38,617	48,150	39,918	23,014	20,911
EBV-CTL				3,267	3,267	6,533	25,067	30,080	15,040	7,520	6,768
CMV-CTL				1,513	1,513	3,025	12,050	16,870	23,618	14,171	12,754
WT1-CTL				601	600	1,201	1,500	1,200	1,260	1,323	1,389
Other R&D											
Employee and overhead costs	6,122	2,522	3,034	3,641	4,369	13,566	18,350	19,267	20,230	21,242	22,304
Research and development costs paid to Amgen	(1,066)					0					
In-process R&D acquired from Amgen	-					0					
In-process R&D acquired from MSK			(4,500)								
Selling, General and Administrative	12,710	3,544	3,601	4,500	4,500	16,145	17,044	18,748	29,998	52,498	86,248
<b>Total operating expenses</b>	<b>42,536</b>	<b>9,311</b>	<b>6,108</b>	<b>17,271</b>	<b>16,698</b>	<b>49,388</b>	<b>141,344</b>	<b>163,499</b>	<b>176,980</b>	<b>202,804</b>	<b>236,528</b>
<b>Operating Profit</b>	<b>(42,536)</b>	<b>(9,311)</b>	<b>(6,108)</b>	<b>(17,271)</b>	<b>(16,698)</b>	<b>(49,388)</b>	<b>(141,344)</b>	<b>(163,499)</b>	<b>(122,215)</b>	<b>(45,564)</b>	<b>262,796</b>
Interest expense / income (net)	125	153	163			316					
Provision (benefit) for income taxes	25	(2)				(2)					
Unrealized losses on investments	25	82				82					
Other comprehensive loss			(48)								
Income tax benefit (expense)											
<b>Net income</b>	<b>(42,361)</b>	<b>(9,078)</b>	<b>(5,993)</b>	<b>(17,271)</b>	<b>(16,698)</b>	<b>(49,040)</b>	<b>(141,344)</b>	<b>(163,499)</b>	<b>(122,215)</b>	<b>(45,564)</b>	<b>262,796</b>
<b>GAAP EPS</b>	<b>(\$8.50)</b>	<b>(\$0.41)</b>	<b>(\$0.25)</b>	<b>(\$0.69)</b>	<b>(\$0.65)</b>	<b>(\$2.03)</b>	<b>(\$4.65)</b>	<b>(\$4.90)</b>	<b>(\$3.38)</b>	<b>(\$1.20)</b>	<b>\$6.60</b>
Shares Diluted	4,986	21,918	24,224	24,951	25,699	24,198	30,423	33,373	36,113	37,919	39,815

Source: Company Reports, Canaccord Genuity estimates

Figure 9: Atara - Balance Sheet

Atara Balance Sheet	2014A	1Q15A	2Q15A	3Q15E	4Q15E	2015E	2016E	2017E	2018E	2019E	2020E
<b>Assets</b>											
Cash and cash equivalents	21,897	71,329	26,190	262,609	251,614	251,614	216,476	185,120	171,176	160,129	458,695
Short-term available-for-sale investments	82,219	95,367	128,841	169,157	177,615	177,615	215,892	241,799	263,561	284,646	301,725
Prepaid expenses and other current assets	1,910	2,995	5,603	5,883	6,177	6,177	7,509	8,410	9,166	9,900	10,494
<b>Total Current Assets</b>	<b>106,026</b>	<b>169,691</b>	<b>160,634</b>	437,649	435,406	435,406	439,877	435,329	443,903	454,674	770,914
Property/Equipment, Net	48	47	42	44	46	46	56	63	69	74	79
Other assets	48	79	426	-	-	-	-	-	-	-	-
<b>Total Assets</b>	<b>106,122</b>	<b>169,817</b>	<b>161,102</b>	<b>875,342</b>	<b>870,858</b>	870,858	879,810	870,720	887,875	909,423	1,541,906
<b>Liabilities</b>											
Accounts payable	440	794	1,703	1,788	1,878	1,878	2,282	2,556	2,786	3,009	3,190
Accrued compensation	1,225	522	924	970	1,019	1,019	1,238	1,387	1,512	1,633	1,731
Series A-1 convertible preferred shares issued to Ar	1	-	-	-	-	-	-	-	-	-	-
Income tax payable	-	1	1	1	1	1	1	2	2	2	2
License fee payable to MSK	-	-	4,500	4,725	4,961	4,961	6,030	6,754	7,362	7,951	8,428
Other accrued liabilities	1,058	2,197	4,516	4,742	4,979	4,979	6,052	6,778	7,388	7,979	8,458
<b>Total Current Liabilities</b>	<b>2,724</b>	<b>3,514</b>	<b>11,644</b>	<b>12,226</b>	<b>12,838</b>	12,838	15,604	17,477	19,049	20,573	21,808
Other long-term liabilities	216	209	203	213	224	224	272	305	332	359	380
<b>Total Liabilities</b>	<b>2,940</b>	<b>3,723</b>	<b>11,847</b>	<b>12,439</b>	<b>13,061</b>	13,061	15,876	17,781	19,382	20,932	22,188
<b>Equity</b>											
Preferred stock	-	-	-	-	-	-	-	-	-	-	-
Common stock	2	2	2	-	-	-	-	-	-	-	-
Additional paid-in capital	144,169	216,159	214,313	-	-	-	-	-	-	-	-
Accumulated other comprehensive income	(100)	(18)	(66)	-	-	-	-	-	-	-	-
Accumulated Deficit	(40,889)	(50,049)	(64,994)	-	-	-	-	-	-	-	-
<b>Total Equity</b>	<b>103,182</b>	<b>166,094</b>	<b>149,255</b>	<b>862,902</b>	<b>857,797</b>	857,797	863,934	852,939	868,493	888,491	1,519,718
<b>Total Liabilities &amp; Shareholders' Equity</b>	<b>106,122</b>	<b>169,817</b>	<b>161,102</b>	<b>875,342</b>	<b>870,858</b>	870,858	879,810	870,720	887,875	909,423	1,541,906

Source: Company Reports, Canaccord Genuity estimates

Figure 10: Atara - Statement of Cash Flows

(\$000's) (FY- JUN)	2014A	1Q15A	2Q15A	3Q15E	4Q15E	2015E	2016E	2017E	2018E	2019E	2020E
<b>Atara statement of cash flows</b>											
Net Income (Loss)		(9,160)	(14,945)	(17,271)	(16,698)	(58,074)	(141,344)	(163,499)	(122,215)	(45,564)	262,796
Adjustments to reconcile net loss to net cash used in operating activities:											
Non-cash research and development expenses		-	-			-	-				
Depreciation expense		6	5	5	5	21	84	84	84	84	84
Investment premium amortization, net		358	522	522	522	1,924	7,696	7,696	7,696	7,696	7,696
Stock-based compensation expense		2,483	2,570	3,598	5,037	13,688	22,797	23,936	25,133	26,390	27,709
Interest accrued on notes receivable from stockholder		-	-			-	-				
Changes in operating assets and liabilities:											
Other assets		(31)	7			(24)	-				
Prepaid expenses and other current assets		(1,081)	(2,233)	(280)	(294)	(3,888)	(1,331)	(901)	(757)	(733)	(594)
Accounts payable		354	808			1,162	-				
Income tax payable		-	-			-	-				
Other accrued liabilities		1,139	2,108	226	237	3,710	1,073	726	610	591	479
License fee payable to MSK			4,500	225	236	4,961	1,069	724	608	589	477
Accrued compensation		(703)	402	(46)	(49)	(396)	(220)	(149)	(125)	(121)	(98)
Other long-term liabilities		13	(40)	10	11	(6)	48	33	27	27	22
<b>Cash from Operating Activities</b>		<b>(6,622)</b>	<b>(6,296)</b>	<b>(13,011)</b>	<b>(10,993)</b>	<b>(36,922)</b>	<b>(110,128)</b>	<b>(131,350)</b>	<b>(88,939)</b>	<b>(11,042)</b>	<b>298,571</b>
Purchase of short-term investments		(54,796)	(56,529)	-	-	(111,325)	-	-	-	-	-
Maturities of short-term investments		41,368	22,142	-	-	63,510	-	-	-	-	-
Purchase of property and equipment		(5)	-	(2)	(2)	(9)	(10)	(7)	(6)	(5)	(4)
<b>Cash from Investing Activities</b>		<b>(13,433)</b>	<b>(34,387)</b>	<b>(2)</b>	<b>(2)</b>	<b>(47,824)</b>	<b>(10)</b>	<b>(7)</b>	<b>(6)</b>	<b>(5)</b>	<b>(4)</b>
Repayment of notes receivable from stockholder		-	-			-	-				
Proceeds from sale of common stock, net of offering costs		69,487	-	200,000		269,487	75,000	100,000	75,000		
Taxes paid related to net share settlement of restricted stock units			(4,468)			(4,468)	-				
Proceeds from sale of convertible preferred stock		-	-			-	-				
Offering costs incurred in connection with sale of convertible preferred stock		-	-			-	-				
Offering costs incurred in anticipation of initial public filing		-	(42)			(42)	-				
<b>Cash from Financing Activities</b>		<b>69,487</b>	<b>(4,510)</b>	<b>200,000</b>	<b>-</b>	<b>264,977</b>	<b>75,000</b>	<b>100,000</b>	<b>75,000</b>	<b>-</b>	<b>-</b>
Net Change in Cash		<b>49,432</b>	<b>4,293</b>	<b>186,987</b>	<b>(10,995)</b>	<b>229,717</b>	<b>(35,137)</b>	<b>(31,356)</b>	<b>(13,944)</b>	<b>(11,047)</b>	<b>298,567</b>
Net Cash - Beginning Balance		<b>21,897</b>	<b>71,329</b>	<b>75,622</b>	<b>262,609</b>	<b>71,329</b>	<b>309,183</b>	<b>216,476</b>	<b>185,120</b>	<b>171,176</b>	<b>160,129</b>
Net Cash - Ending Balance		<b>71,329</b>	<b>75,622</b>	<b>262,609</b>	<b>251,614</b>	<b>251,614</b>	<b>216,476</b>	<b>185,120</b>	<b>171,176</b>	<b>160,129</b>	<b>458,695</b>

Source: Company Reports, Canaccord Genuity estimates

## Appendix: Important Disclosures

### Analyst Certification

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### Target Price / Valuation Methodology:

Atara Biotherapeutics - ATRA

Our \$80 price target for Atara is based on an average of two valuation models. We utilize a sum-of-the-parts probability-adjusted NPV model with a 13% discount rate, and probability-adjust each indication between 30% and 50% based on the product and stage of development. Our effective discount rate is ~23% when taking into account probability adjustments. We also utilize a 5.5x multiple, based on a historical analysis of biotechnology companies, for an EV/S model.

### Risks to achieving Target Price / Valuation:

Atara Biotherapeutics - ATRA

**Clinical risks:** Atara Biotherapeutics is a clinical-stage biotechnology company and we see various clinical regulatory, competitive, and safety risks to our rating and price target. Importantly, Atara's T-cell programs are not approved by FDA and could generate negative clinical data. The PINTA-745 program may also generate negative efficacy and/or safety data in the current Phase 1/2 trial and/or in subsequent trials. The STM-434 program is early in development, and has not yet generated data in humans.

**Manufacturing risks:** Atara's T-cell programs carry higher manufacturing risk versus biologic antibodies and small molecules since they are generated from human samples in a complex manner. Atara could experience challenges in transferring manufacturing from MSK to a larger, commercial-scale facility, and the FDA may also request stringent validation for the transfer. Although less complex, the PINTA-745 and STM-434 programs also carry manufacturing risk, as they are biologic products.

**Regulatory risks:** Atara's programs are not approved by FDA and could carry higher regulatory risk than expected.

**Commercial and competitive risks:** Atara may secure FDA approval for one or more products in its pipeline, but may generate revenues below our estimates. Also, the company may be unable to secure favorable reimbursement due to growing pressure on drug costs in the US. The biotechnology sector is highly competitive, and current and/or future competitors may emerge for Atara's products that could result in materially lower revenues than projected.

**Financial risks:** Atara has no revenues, and may not have revenues for several years, during which time the company is likely to need to raise significant additional capital, resulting in potential dilution for shareholders.

**Intellectual property risks:** Atara's pipeline consists entirely of biologic assets, increasing the barriers to entry from an intellectual property standpoint, but other entities or companies may challenge the company's intellectual property portfolio.

### Distribution of Ratings:

#### Global Stock Ratings (as of 10/22/15)

Rating	Coverage Universe		IB Clients
	#	%	%
Buy	613	62.81%	31.97%
Hold	279	28.59%	11.83%
Sell	26	2.66%	3.85%
Speculative Buy	58	5.94%	58.62%
	976*	100.0%	

\*Total includes stocks that are Under Review

### Canaccord Genuity Ratings System

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**HOLD:** The stock is expected to generate risk-adjusted returns of 0-10% during the next 12 months.

**SELL:** The stock is expected to generate negative risk-adjusted returns during the next 12 months.

**NOT RATED:** Canaccord Genuity does not provide research coverage of the relevant issuer.

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#### Risk Qualifier

**SPECULATIVE:** Stocks bear significantly higher risk that typically cannot be valued by normal fundamental criteria. Investments in the stock may result in material loss.

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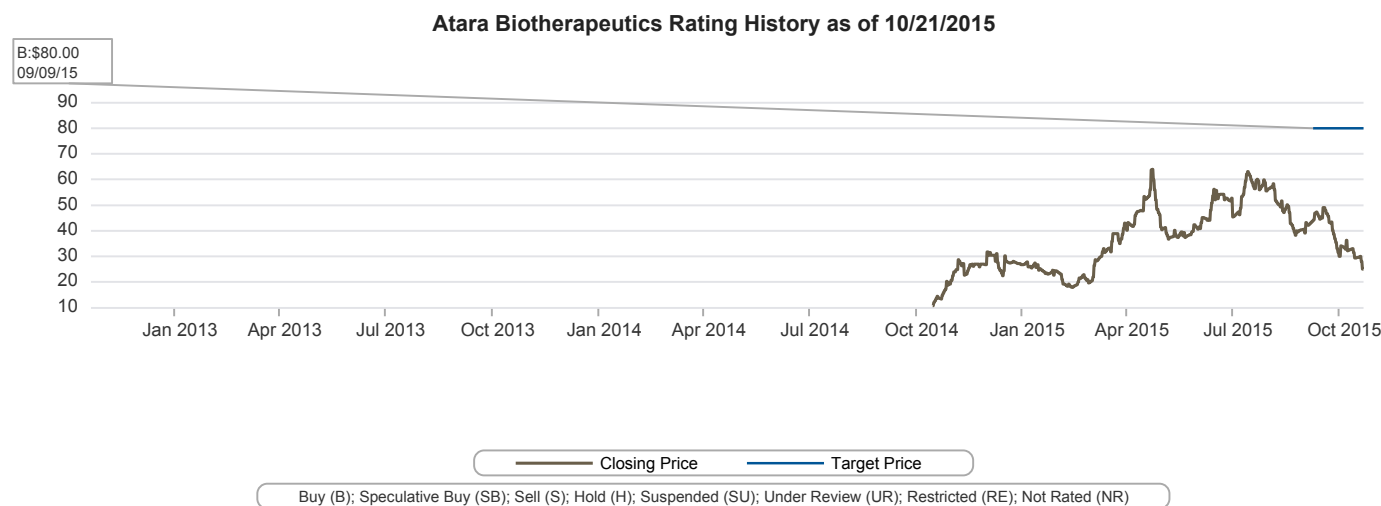
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