

| OMB APPROVAL                                 |           |
|--|-----------|
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>BAKER BROS. ADVISORS LP</u><br><br>(Last) (First) (Middle)<br>860 WASHINGTON STREET<br>3RD FLOOR<br><br>(Street)<br>NEW YORK NY 10014<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Atreca, Inc. [ BCEL ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/20/2020              |   |
| 6. Individual or Joint/Group Filing (Check Applicable Line)<br>Form filed by One Reporting Person<br><input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|--|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |  |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |                              |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|------------------------------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title                        |
| Class B Common Stock                       | (1)  | 07/20/2020                           |  | P                              |   | 52,880   |     | (1)  | (1)             | Class A Common Stock  | 52,880                                     | \$16   | 542,114   | I  | See Footnotes(1)(2)(3)(4)(6) |
| Class B Common Stock                       | (1)  | 07/20/2020                           |  | P                              |   | 728,370  |     | (1)  | (1)             | Class A Common Stock  | 728,370                                    | \$16   | 6,173,327   | I  | See Footnotes(1)(2)(4)(5)(6) |

1. Name and Address of Reporting Person\*  
BAKER BROS. ADVISORS LP  
 (Last) (First) (Middle)  
 860 WASHINGTON STREET  
 3RD FLOOR  
 (Street)  
 NEW YORK NY 10014  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Baker Bros. Advisors (GP) LLC  
 (Last) (First) (Middle)  
 860 WASHINGTON STREET  
 3RD FLOOR  
 (Street)  
 NEW YORK NY 10014  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BAKER FELIX  
 (Last) (First) (Middle)  
 860 WASHINGTON STREET  
 3RD FLOOR  
 (Street)  
 NEW YORK NY 10014  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

**BAKER JULIAN**

(Last) (First) (Middle)

**860 WASHINGTON STREET, 3RD FLOOR**

(Street)  
**NEW YORK NY 10014**

(City) (State) (Zip)

**Explanation of Responses:**

1. The Class B common stock ("Class B Common Stock") of Atreca, Inc. (the "Issuer") is non-voting and has no expiration date. Each share of Class B Common Stock is convertible into one share of Class A common stock ("Class A Common Stock") of the Issuer at any time at the option of the holder without consideration subject to a 4.99% beneficial ownership limitation which may be increased or decreased by the holder upon 61 days' notice to the Issuer.
2. 667, L.P. ("667") and Baker Brothers Life Sciences, L.P. ("Life Sciences", and together with "667", the "Funds") purchased 52,880 and 728,370 shares of Class B Common Stock, respectively, for \$16.00 per share in an underwritten public offering that closed on July 20, 2020.
3. After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Biotech Capital, L.P. and (ii) 667, Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in Class B Common Stock reported in column 9 of Table II directly held by 667, a limited partnership of which the sole general partner is Baker Biotech Capital (GP), LLC, due to their interest in 667 and Baker Biotech Capital, L.P.'s right to receive an allocation of a portion of the profits from 667.
4. Baker Bros. Advisors LP (the "Adviser") serves as the investment adviser to the Funds. In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest in the securities held by the Funds. Baker Bros. Advisors (GP) LLC (the "Adviser GP") is the Adviser's sole general partner. Julian C. Baker and Felix J. Baker are managing members of the Adviser GP. The Adviser has complete and unlimited discretion and authority with respect to the investment and voting power of the securities held by the Funds. The general partners of the Funds relinquished to the Adviser all discretion and authority with respect to the investment and voting power of the securities held by the Funds.
5. After giving effect to the transaction reported herein and as a result of their ownership interest in (i) Baker Brothers Life Sciences Capital, L.P. and (ii) Life Sciences, Julian C. Baker and Felix J. Baker each may be deemed to have an indirect pecuniary interest in Class B Common Stock reported in column 9 of Table II directly held by Life Sciences, a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital, L.P., a limited partnership of which the sole general partner is Baker Brothers Life Sciences Capital (GP), LLC, due to their interest in Life Sciences and Baker Brothers Life Sciences Capital, L.P.'s right to receive an allocation of a portion of the profits from Life Sciences.
6. Julian C. Baker, Felix J. Baker, the Adviser GP and the Adviser disclaim beneficial ownership of the securities held directly by the Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of Julian C. Baker, Felix J. Baker, the Adviser GP or the Adviser is a beneficial owner of such securities for purposes of Section 16 or any other purpose.

**Remarks:**

By: Baker Bros. Advisors LP,  
Name: Scott L. Lessing, Title: 07/20/2020  
President /s/ Scott L. Lessing  
By: Baker Bros. Advisors (GP)  
LLC, Name: Scott L. Lessing, 07/20/2020  
Title: President /s/ Scott L.  
Lessing  
/s/ Felix J. Baker 07/20/2020  
/s/ Julian C. Baker 07/20/2020  
 \*\* Signature of Reporting Person Date

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

\* 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).

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

**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 Number.**