# United States SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

<b>SCHEDU</b>	II.E.	13	$\mathbf{C}$
JULLED		TO.	u

**Under the Securities Exchange Act of 1934** 

# MACROGENICS, INC.

(Name of Issuer)

Common Stock (Title of Class of Securities)

> 556099109 (CUSIP Number)

**December 28, 2016** (Date of Event Which Requires Filing 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 the disclosures provided in a prior cover page.

The information required in 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).

CUSII	CUSIP No. 556099109					
1.	1. Names of Reporting Persons					
	BB Biotech AG					
2.						
3.	3. SEC Use Only					
4.	4. Citizenship or Place of Organization					
	Switzerland					
		5.	Sole Voting Power			
Number of Shares			0			
		6.	Shared Voting Power			
Beneficially Owned by			1,800,000			
Each Reporting		7.	Sole Dispositive Power			
Person			0			
	with:	8.	Shared Dispositive Power			
			1,800,000			
9.	9. Aggregate Amount Beneficially Owned by Each Reporting Person					
	1,800,000					
10.	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares					
11.	1. Percent of Class Represented by amount in Row (9)					
	5.2%					
12.	2. Type of Reporting Person (See Instructions)					
	нс,со					

# CUSIP No. **556099109**

	<u> </u>				
1.	Names of Reporting Persons				
	-		. 3777		
	Biotec	h T	arget N.V.		
	IDCI	lanti	figation Nos, of above parsons (antities only).		
	1.K.S. IC	enu	fication Nos. of above persons (entities only):		
	N/A				
2.		10 Δ	ppropriate Box if a Member of a Group (See Instructions)		
۷.	(a) ⊠		b) $\square$		
3.	SEC Us	e On	ly		
4.	Citizens	hip o	or Place of Organization		
	Curacao Curacao				
		5.	Sole Voting Power		
Nu	ımber of		0		
	Shares	6.	Shared Voting Power		
	neficially				
	wned by		1,800,000		
	Each	7.	Sole Dispositive Power		
R€	eporting Person				
	with:		0		
with:		8.	Shared Dispositive Power		
			4 000 000		
_			1,800,000		
9.	Aggrega	ite A	mount Beneficially Owned by Each Reporting Person		
	1 000 000				
10	1,800,000				
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares				
11					
11.	. Percent of Class Represented by amount in Row (9)				
	5.2%				
12.		Ren	orting Person (See Instructions)		
12.	Type of reporting Letton (occ monucuono)				
	co				

#### Item 1

- 1(a) Name of Issuer: Macrogenics, Inc.
- 1(b) Address of Issuer's Principal Executive Offices:

9704 Medical Center Drive, Rockville, Maryland, 20850

#### Item 2

2(a) Name of Person Filing: <u>BB Biotech AG ("BB Biotech") on behalf of its wholly-owned subsidiary, Biotech Target N.V. ("Biotech Target")</u>

2(b) Address of Principal Business Office or, if none, Residence:

BB Biotech AG: Schwertstrasse 6, CH-8200 Schaffhausen, Switzerland

Biotech Target N.V.: Snipweg 26, Curacao

2(c) Citizenship: BB Biotech AG: Switzerland

**Biotech Target N.V.: Curacao** 

- 2(d) Title of Class of Securities Common Stock, \$0.01 par value
- 2(e) CUSIP Number <u>556099109</u>

#### 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:

- a. [ ] Broker or Dealer registered under Section 15 of the Act.
- b. [ ] Bank as defined in Section 3(a)(6) of the Act.
- c. [ ] Insurance company as defined in Section 3(a)(19) of the Act.
- d. [ ] Investment company registered under section 8 of the Investment Company Act of 1940.
- e. [ ] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- f. [ ] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- g. [ ] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- h. [ ] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- i. [ ] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
  - j. [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

#### Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,800,000
- (b) Percent of class: <u>5.2%</u>
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote  $\underline{0}$
- (ii) Shared power to vote or to direct the vote <u>1,800,000</u>
- (iii) Sole power to dispose or to direct the disposition of  $\underline{0}$
- (iv) Shared power to dispose or to direct the disposition of 1,800,000

# Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [ ]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

This statement is filed jointly by BB Biotech and Biotech Target, Biotech Target is a wholly-owned subsidiary of BB Biotech.

Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

# Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

# **SIGNATURES**

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

# **BB Biotech AG**

Date: <b><u>December 29, 2016</u></b>	Ву:	/s/ Michael Hutter
	<u> </u>	Signatory Authority
	Name:	Michael Hutter
	Title:	Signatory Authority
Data: Dacambay 20, 2016		/s/ Daniel Koller
Date: <b><u>December 29, 2016</u></b>	Ву:	
		Signatory Authority
	Name:	Daniel Koller
	Title:	Signatory Authority
Biotech Target N.V.		
Date: <b><u>December 29, 2016</u></b>	Ву:	/s/ Michael Hutter
		Signatory Authority
	Name:	Michael Hutter
	Title:	Signatory Authority
Date: <b>December 29, 2016</b>	By:	/s/ Daniel Koller
	, <u> </u>	Signatory Authority
	Name:	Daniel Koller
	Title	Signatory Authority

#### Exhibit A

# **Joint Filing Statement**

We, the undersigned, hereby express our agreement that the attached Schedule 13G (including all amendments thereto) is filed on behalf of each of the undersigned.

**BB Biotech AG** 

#### Date: **December 29, 2016** By: /s/ Michael Hutter Signatory Authority **Michael Hutter** Name: Signatory Authority Title: Date: **December 29, 2016** /s/ Daniel Koller By: Signatory Authority Name: **Daniel Koller Signatory Authority** Title: Biotech Target N.V. Date: **December 29, 2016** By: /s/ Michael Hutter Signatory Authority Name: **Michael Hutter** Signatory Authority Title: Date: **December 29, 2016** /s/ Daniel Koller By: Signatory Authority Name: **Daniel Koller** Title: **Signatory Authority**

7 of 7