Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Derivative Conversion Date Execution Date, Transaction of Expiration Date Amount of Derivative derivative Ownership of Indirect Security or Exercise (Month/Day/Year) if any Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficia	Name and Address of Reporting Person* Peters Jeffrey Stuart						2. Issuer Name and Ticker or Trading Symbol MACROGENICS INC [MGNX]									k all app	tor	ng Per	10% O	wner
City (State) City (State) City (State) City City (State) City Ci																belov	elow)		below)	· ·
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction (D) (Instr. 3, 4 and 5) 3. Transaction (D) (Instr. 4) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned (Instr. 4) 7. Nature of Disposed of (D) (Instr. 3, 4 and 4) 8. Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4) 8. Price of Derivative Securities Beneficially Ownership Securities (Indiced (A) or Disposed of (D) (Instr. 4) 8. Price of Derivative Securities Derivative Securities (Instr. 4) 8. Price of Derivative Securities Derivative Securities (Instr. 4) 8. Price of Derivative Securities Derivative Securities (Instr. 4) 8. Price of Derivative Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4) 8. Price of Derivative Securities Derivative Securities Acquired (A) or Derivative Securities Derivative Securities Acquired (A) or Derivative Securities Derivative Securities Derivative Securities Derivative Securities Derivative Securities Derivativ	ROCKVILLE MD 20850					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	X Form filed by One Reporting Person Form filed by More than One Reporting				
Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Month/Day/Year)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Stock Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4)	Date					Execution Date, //Year) if any		Transaction Disposed Of (D) (Code (Instr. 5)						Securi Benefi Owned	ties cially l Following	Forn (D) o	n: Direct or Indirect nstr. 4)	of Indirect Beneficial Ownership		
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 Security (Instr. 3) Amount or Derivative Security (Instr. 3) Amount or Derivative Security (Instr. 3) Amount or Number										Code	v	Amount	(A) (D)	or P	rice	Transa	ction(s)			(111501.4)
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 1. Transaction Date (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 3) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Derivative Securities Underlying Derivative Security (Instr. 4) 9. Number of Amount of Securities Underlying Derivative Securitie	Common Stock 03/10/2				.023			S ⁽¹⁾		5,372	D \$		6.03(2)		0		D			
Derivative Security (Instr. 3) Price of Derivative Security Security Conversion or Exercise (Instr. 3) Price of Derivative Security Secu																				
	Derivative Security	Conversion or Exercise Price of Derivative	Date	Executi if any	ion Date,	Transa Code (8)	saction of Derivation Security (A) or Disposo of (D) (Instr. 5		vative crities critied r cosed) r. 3, 4	Expirati (Month/	ion Da /Day/Y	te Amount of Securities Underlying Derivative Security (Ins 3 and 4)		De Se (In	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 11/10/2022.
- 2. This transaction was executed in multiple trades at prices ranging from \$5.80 to \$6.18. The reporting person undertakes to provide to MacroGenics, Inc., any security holder of MacroGenics, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

Remarks:

/s/ Lynn Cilinski, Attorney-in-03/14/2023

Fact

** 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.