#### **MACROGENICS INC**

Form 4 May 17, 2016

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

response...

January 31,

0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

(Print or Type	Responses)							
1. Name and Koenig Sco	Address of Reporting ott	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol MACROGENICS INC [MGNX]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First) (N	Middle) 3. Date of	of Earliest Transaction		(		,	
9704 MED	ICAL CENTER D	*	Day/Year) 2016		_X_ Director _X_ Officer (g below)		0% Owner Other (specify	
	(Street)	4. If Am	nendment, Date Original		6. Individual or	Joint/Group F	iling(Check	
ROCKVIL	LE, MD 20850	Filed(Mo	onth/Day/Year)		Applicable Line) _X_ Form filed by Form filed by Person	y One Reporting y More than One		
(City)	(State)	(Zip) Tab	ble I - Non-Derivative Se	curities Ac	quired, Disposed	of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 a (Instr. 8)	osed of (D)	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 Indirect Beneficial Ownership (Instr. 4)	

Common Stock	05/16/2016	Code M	V	Amount 34,619	(A) or (D)	Price \$ 0.94	Following Reported Transaction(s) (Instr. 3 and 4) 167,782	or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock							703,413	I	Owned jointly with reporting person's wife.
Common Stock							53,265	I	By Scott Koenig Family Irrevocable Trust

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

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SEC 1474 (9-02)

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date Gecurities (Month/Day/Year) Acquired (A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 0.94	05/16/2016		M	7,988	07/10/2010	01/09/2020	Common Stock	7,988
Employee Stock Option (right to buy)	\$ 0.94	05/16/2016		M	26,631	07/11/2009	01/10/2019	Common Stock	26,631

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Koenig Scott 9704 MEDICAL CENTER DRIVE ROCKVILLE, MD 20850	X		President and CEO			

# **Signatures**

/s/Lynn Cilinski, 05/17/2016 attorney-in-fact

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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.

Reporting Owners 2

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