

MACROGENICS INC  
Form 3  
October 09, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Karrels James		(Month/Day/Year)	MACROGENICS INC [MGNX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		10/09/2013		
C/O MACROGENICS, INC.,Â 9640 MEDICAL CENTER DRIVE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			V P, CFO and Secretary	
ROCKVILLE,Â MDÂ 20850			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	80,231 <sup>(1)</sup>	I	Owned jointly with reporting person's wife.

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Option (right to buy)	10/10/2008 <sup>(2)</sup>	04/09/2018	Common Stock	12,982 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	10/10/2008 <sup>(2)</sup>	04/09/2018	Common Stock	26,633 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/11/2009 <sup>(2)</sup>	01/10/2019	Common Stock	6,116 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/11/2009 <sup>(2)</sup>	01/10/2019	Common Stock	2,780 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/11/2009 <sup>(2)</sup>	01/10/2019	Common Stock	3,039 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/11/2009 <sup>(2)</sup>	01/10/2019	Common Stock	1,382 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/10/2010 <sup>(2)</sup>	01/10/2020	Common Stock	2,330 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/10/2010 <sup>(2)</sup>	01/10/2020	Common Stock	2,996 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/09/2011 <sup>(2)</sup>	01/08/2021	Common Stock	1,748 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/09/2011 <sup>(2)</sup>	01/08/2021	Common Stock	7,574 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	09/14/2012 <sup>(2)</sup>	03/13/2022	Common Stock	10,653 <sup>(1)</sup>	\$ 0.94	D	Â
Stock Option (right to buy)	07/06/2013 <sup>(2)</sup>	01/05/2023	Common Stock	13,316 <sup>(1)</sup>	\$ 1.5	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Karrels James C/O MACROGENICS, INC. 9640 MEDICAL CENTER DRIVE ROCKVILLE, MD 20850	Â	Â	Â V P, CFO and Secretary	Â

## Signatures

/s/ Lynn Cilinski,  
attorney-in-fact

10/09/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Reflects a 1-for-18.7739 reverse split of our common stock effected on September 26, 2013.

(2) 12.5% of the shares underlying the option are exercisable beginning on the six month anniversary of the vesting start date, and an additional 6.25% of the shares underlying the option become exercisable on the first day of each three month anniversary thereafter.

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### Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.