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

**SCHEDULE 13G** 

		Under the Securities Exchange Act of 1934 (Amendment No)*
		MAGENTA THERAPEUTICS, INC.
-		(Name of Issuer)
		COMMON STOCK, \$0.001 PAR VALUE
		(Title of Class of Securities)
		55910K108
		(CUSIP Number)
		DECEMBER 31, 2018
		(Date of Event Which Requires Filing of This Statement)
Check the a	appropriate b	ox to designate the rule pursuant to which this Schedule is filed:
		Rule 13d-1(b)
		Rule 13d-1(c)
	X	Rule 13d-1(d)
		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 nent containing information which would alter the disclosures provided in a prior cover page.
		d 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 se 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).

CUSIP No. 55910K108 Page 2 of 8 Pages

1.	Name of Reporting Persons				
	Atlas Ventu	re Fund X, L.P.			
2.	Check the Approp (a) □ (b) x	oriate Box if a Member of a Group (See Instructions)			
3.	SEC USE ONLY				
4.	Citizenship or Pla	ce of Organization			
	Delaware				
		5. Sole Voting Power			
		0			
	Number of Shares	6. Shared Voting Power			
	Beneficially Owned by	4,843,625 <sup>1</sup>			
	Each	7. Sole Dispositive Power			
	Reporting Person With:	0			
		8. Shared Dispositive Power			
		4,843,625 <sup>1</sup>			
9.	Aggregate Amour	nt Beneficially Owned by Each Reporting Person			
	4,843,625 <sup>1</sup>				
10.	Check if the Aggr	egate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11.	Percent of Class R	Represented by Amount in Row (9)			
	14.6% <sup>2</sup>				
12.	Type of Reporting	Person (See Instructions)			
	PN				
limited AVA X X LP is power c	partnership ("AVA X L LP, the "Reporting Per the general partner of over the shares held by spercentage is calculate	elow, Atlas Venture Fund X, L.P., a Delaware limited partnership ("Atlas X"), Atlas Venture Associates X, L.P., a Delaware LP") and Atlas Venture Associates X, LLC, a Delaware limited liability company ("AVA X LLC" and together with Atlas X and Sons") beneficially own 4,843,625 shares of the Issuer's Common Stock. All of these shares are directly held by Atlas X. AVA Atlas X and AVA X LLC is the general partner of AVA X LP. Each of AVA X LP and AVA X LLC has voting and dispositive Atlas X. As such, each of the Reporting Persons share voting and dispositive power with respect to the shares held by Atlas X. ed based upon 33,151,539 outstanding shares of Common Stock of the Issuer as of October 31, 2018, as reported in the Issuer's for the quarter ended September 30, 2018 and filed with the Securities and Exchange Commission on November 8, 2018.			

CUSIP No. 55910K108 Page 3 of 8 Pages

1.	Name of Reporting Persons				
	Atlas Ventu	re Associates X, L.P.			
2.	Check the Approp (a) □ (b) x	oriate Box if a Member of a Group (See Instructions)			
3.	SEC USE ONLY				
4.	Citizenship or Pla	ce of Organization			
	Delaware				
		5. Sole Voting Power			
		0			
	Number of Shares	6. Shared Voting Power			
	Beneficially Owned by	4,843,625 <sup>1</sup>			
	Each	7. Sole Dispositive Power			
	Reporting Person With:	0			
	r croon vvidi.	8. Shared Dispositive Power			
		$4,843,625^{1}$			
9.	Aggregate Amour	nt Beneficially Owned by Each Reporting Person			
	4,843,625 <sup>1</sup>				
10.	Check if the Aggr	egate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11.	Percent of Class F	Represented by Amount in Row (9)			
	14.6% <sup>2</sup>				
12.	Type of Reporting	g Person (See Instructions)			
	PN				
limited AVA X X LP is power o	partnership ("AVA X L LP, the "Reporting Per the general partner of over the shares held by spercentage is calculate	elow, Atlas Venture Fund X, L.P., a Delaware limited partnership ("Atlas X"), Atlas Venture Associates X, L.P., a Delaware LP") and Atlas Venture Associates X, LLC, a Delaware limited liability company ("AVA X LLC" and together with Atlas X and rsons") beneficially own 4,843,625 shares of the Issuer's Common Stock. All of these shares are directly held by Atlas X. AVA Atlas X and AVA X LLC is the general partner of AVA X LP. Each of AVA X LP and AVA X LLC has voting and dispositive Atlas X. As such, each of the Reporting Persons share voting and dispositive power with respect to the shares held by Atlas X. ed based upon 33,151,539 outstanding shares of Common Stock of the Issuer as of October 31, 2018, as reported in the Issuer's for the quarter ended September 30, 2018 and filed with the Securities and Exchange Commission on November 8, 2018.			

CUSIP No. 55910K108 Page 4 of 8 Pages

1.	Name of Reporting Persons				
	Atlas Ventu	re Associates X, LLC			
2.	Check the Approp (a) □ (b) x	oriate Box if a Member of a Group (See Instructions)			
3.	SEC USE ONLY				
4.	Citizenship or Pla	ce of Organization			
	Delaware				
		5. Sole Voting Power			
		0			
	Number of Shares	6. Shared Voting Power			
	Beneficially Owned by	4,843,625 <sup>1</sup>			
	Each	7. Sole Dispositive Power			
	Reporting Person With:	0			
	r erson vviui.	8. Shared Dispositive Power			
		$4,843,625^{1}$			
9.	Aggregate Amour	nt Beneficially Owned by Each Reporting Person			
	4,843,625 <sup>1</sup>				
10.	Check if the Aggr	egate Amount in Row (9) Excludes Certain Shares (See Instructions)			
11.	Percent of Class F	Represented by Amount in Row (9)			
	14.6% <sup>2</sup>				
12.	Type of Reporting	g Person (See Instructions)			
	00				
limited AVA X X LP is power o	partnership ("AVA X L LP, the "Reporting Per the general partner of over the shares held by spercentage is calculate	elow, Atlas Venture Fund X, L.P., a Delaware limited partnership ("Atlas X"), Atlas Venture Associates X, L.P., a Delaware LP") and Atlas Venture Associates X, LLC, a Delaware limited liability company ("AVA X LLC" and together with Atlas X and rsons") beneficially own 4,843,625 shares of the Issuer's Common Stock. All of these shares are directly held by Atlas X. AVA Atlas X and AVA X LLC is the general partner of AVA X LP. Each of AVA X LP and AVA X LLC has voting and dispositive Atlas X. As such, each of the Reporting Persons share voting and dispositive power with respect to the shares held by Atlas X. ed based upon 33,151,539 outstanding shares of Common Stock of the Issuer as of October 31, 2018, as reported in the Issuer's for the quarter ended September 30, 2018 and filed with the Securities and Exchange Commission on November 8, 2018.			

CUSIP No. 55910K108 Page 5 of 8 Pages

Item 1(a) Name of Issuer

Magenta Therapeutics, Inc. (the "Issuer")

<u>Item 1(b)</u> <u>Address of Issuer's Principal Executive Offices</u>

50 Hampshire Street Cambridge, MA 02139

<u>Item 2(a)</u> Name of Person Filing

This Schedule 13G is filed by (i) Atlas Venture Fund X, L.P., a Delaware limited partnership ("Atlas X"), (ii) Atlas Venture Associates X, L.P., a Delaware limited partnership ("AVA X LP") and (iii) Atlas Venture Associates X, LLC, a Delaware limited liability company ("AVA X LLC" and together with Atlas X and AVA X LP, the "Reporting Persons").

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

400 Technology Square, 10th Floor Cambridge, Massachusetts 02139.

Item 2(c) Citizenship

Each of Atlas X and AVA X LP is a Delaware limited partnership. AVA X LLC is a Delaware limited liability company.

<u>Item 2(d)</u> <u>Title of Class of Securities</u>

Common Stock, \$0.001 par value

Item 2(e) CUSIP Number

55910K108

Item 3

Not applicable.

<u>Item 4</u> <u>Ownership</u>

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: Atlas X is the record owner of 4,843,625 shares of Common Stock. AVA X LP is the general partner of Atlas X and AVA X LLC is the general partner of AVA X LP. Each of Atlas X, AVA X LP and AVA X LLC has shared voting and dispositive power over the shares held by Atlas X. As such, each of Atlas X, AVA X LP and AVA X LLC may be deemed to beneficially own the shares held by Atlas X.
- (b) Percent of class: Each of the Reporting Persons may be deemed to beneficially own 14.6% of the Issuer's outstanding Common Stock, which percentage is calculated based upon 33,151,539 outstanding shares of Common Stock of the Issuer as of October 31, 2018, as reported in the Issuer's quarterly report on Form 10-Q for the quarter ended September 30, 2018 and filed with the Securities and Exchange Commission on November 8, 2018.
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: None of the Reporting Persons have the sole power to direct the vote of the Common Stock.
  - (ii) Shared power to vote or to direct the vote: Each Reporting Person shares power to vote or direct the vote of 4,843,625 shares of Common Stock.
  - (iii) Sole power to dispose or to direct the disposition of: None of the Reporting Persons have the sole power to dispose or to direct the disposition of the Common Stock.

CUSIP No. 55910K108 Page 6 of 8 Pages

(iv) Shared power to dispose or to direct the disposition of: Each Reporting Person shares power to dispose or to direct the disposition of 4,843,625 shares of Common Stock.

# <u>Item 5</u> <u>Ownership of Five Percent or Less of a Class</u>

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.  $\Box$ 

<u>Item 6</u> <u>Ownership of More than Five Percent of Another Person</u>

Not applicable.

<u>Item 7</u> <u>Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company</u>

Not applicable.

<u>Item 8</u> <u>Identification and Classification of Members of the Group</u>

Not applicable.

<u>Item 9</u> <u>Notice of Dissolution of Group</u>

Not applicable.

<u>Item 10</u> <u>Certification</u>

Not applicable.

CUSIP No. 55910K108 Page 7 of 8 Pages

#### **SIGNATURE**

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

Dated: February 13, 2019.

#### ATLAS VENTURE FUND X, L.P.

By: Atlas Venture Associates X, L.P., its general partner By: Atlas Venture Associates X, LLC, its general partner

By: /s/ Ommer Chohan
Name: Ommer Chohan

Title: CFO

# ATLAS VENTURE ASSOCIATES X, L.P.

By: Atlas Venture Associates X, LLC, its general partner

By: /s/ Ommer Chohan
Name: Ommer Chohan

Title: CFO

# ATLAS VENTURE ASSOCIATES X, LLC

By: /s/ Ommer Chohan

Name: Ommer Chohan

Title: CFO

#### **EXHIBITS**

A: Joint Filing Agreement

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Common Stock of Magenta Therapeutics, Inc. and further agree that this agreement be included as an exhibit to such filing. Each party to the agreement expressly authorizes each other party to file on its behalf any and all amendments to such statement. Each party to this agreement agrees that this joint filing agreement may be signed in counterparts.

IN WITNESS WHEREOF, the undersigned have executed this Joint Filing Agreement as of February 13, 2019.

#### ATLAS VENTURE FUND X, L.P.

By: Atlas Venture Associates X, L.P., its general partner By: Atlas Venture Associates X, LLC, its general partner

By: /s/ Ommer Chohan
Name: Ommer Chohan

Title: CFO

### ATLAS VENTURE ASSOCIATES X, L.P.

By: Atlas Venture Associates X, LLC, its general partner

By: /s/ Ommer Chohan
Name: Ommer Chohan

Title: CFO

#### ATLAS VENTURE ASSOCIATES X, LLC

By: /s/ Ommer Chohan

Name: Ommer Chohan

Title: CFO