FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL					
OMD Number	2225 026				

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(First)

400 TECHNOLOGY SQUARE, 10TH FLOOR

MA

(State)

1. Name and Address of Reporting Person*

<u>Atlas Venture Associates X, LLC</u>

(Last)

(Street)

(City)

CAMBRIDGE

(Middle)

02139

(Zip)

or Section 30(h) of the Investment Co	ties Exchange		1934		lilou	irs per re		0.5		
. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading		1940		5. Relations	hip of Report	ting Per	rson(s) to	Issuer		
	Magenta Therapeutics, Inc. [MGTA]					5. Relationship of Reporting Person(s) to Issu (Check all applicable) Director X 10% Own				
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month, 03/20/2019) 400 TECHNOLOGY SQUARE, 10TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 03/20/2019					Officer (give title Other (specify below) below)				
A. If Amendment, Date of Original Filed Street) CAMBRIDGE MA 02139	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting				
City) (State) (Zip)					rson	iore tria	an One Re	porting		
Table I - Non-Derivative Securities Acquired, Dis	sposed of,	, or Be	enefic	ially Ow	ned					
	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			(A) or 5. Amount of 6. Ownership 7. Nature of						
Code V /	Amount	(A) or (D)	Price		rted action(s) 3 and 4)			(Instr. 4)		
Common Stock 03/20/2019 J ⁽¹⁾	726,500	D	\$0.0	00 4,	117,125	I	D ⁽²⁾			
Common Stock 03/20/2019 J ⁽³⁾	14,245	A	\$0.0	00	4,245		I	See Footnote ⁽⁴⁾		
	14.245	D	\$17.8	6 ⁽⁵⁾ 0			I	See		
Common Stock 03/20/2019 s	14,245		417.0					Footnote ⁽⁴⁾		
Table II - Derivative Securities Acquired, Dispo (e.g., puts, calls, warrants, options, c	osed of, o	r Ben	eficial	ly Owne				Footnote		
Table II - Derivative Securities Acquired, Disponsion (e.g., puts, calls, warrants, options, control of the courting of Execution Date, (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disponsion (e.g., puts, calls, warrants, options, control of the courting of Execution Date, if any of Execution Dat	osed of, of convertible isable and tte (ear)	r Ben e secu 7. Title a Amount Securitio Underlyi	eficial urities und of es ing	8. Price of Derivative Security (Instr. 5)	d 9. Number	e C S F Illy C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature		
Table II - Derivative Securities Acquired, Disportant (e.g., puts, calls, warrants, options, conversion of Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year)) 4. Title of terivative (Execution Date, if any (Month/Day/Year)) 5. Number of Derivative Securities (Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)) 6. Date Exercise (Month/Day/Year) 6. Date Expiritation Date (Month/Day/Year) 7. Title of terivative (Execution Date, if any (Month/Day/Year)) 8. Date Date	Osed of, of convertible isable and tte (sear)	r Ben e Secu 7. Title a Amount Securiti Underlyi Derivati Security and 4)	eficial urities and of es ing ve	8. Price of Derivative Security (Instr. 5)	g 9. Number derivative Securities Beneficial Owned Following Reported Transactic	e C S F Illy C	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership		
Table II - Derivative Securities Acquired, Disponsion (e.g., puts, calls, warrants, options, conversion of Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V (A) (D) Date Exercise Expiration Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Name and Address of Reporting Person*	Osed of, of convertible isable and tte (sear)	r Ben e Secu 7. Title a Amount Securiti Underlyi Derivati Security and 4)	eficial Jrities und of es es ing ive r (Instr. 3	8. Price of Derivative Security (Instr. 5)	g 9. Number derivative Securities Beneficial Owned Following Reported Transactic	e C S F Illy C	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership		
Table II - Derivative Securities Acquired, Disportance (e.g., puts, calls, warrants, options, conversion of Exercise Price of Derivative Security Security Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Name and Address of Reporting Person* Atlas Venture Fund X, L.P. Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise (A) or Disposed of (D) (Instr. 3, 4 and 5)	Osed of, of convertible isable and tte (sear)	r Ben e Secu 7. Title a Amount Securiti Underlyi Derivati Security and 4)	eficial Jrities und of es es ing ive r (Instr. 3	8. Price of Derivative Security (Instr. 5)	g 9. Number derivative Securities Beneficial Owned Following Reported Transactic	e C S F Illy C	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership		
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(Last)	(First)	(Middle)
400 TECHNOLO	GY SQUARI	E, 101H FLOOR
(Street) CAMBRIDGE	MA	02139
(City)	(State)	(Zip)

Explanation of Responses:

- 1. Represents a pro rata distribution, and not a purchase or sale of securities, by Atlas Venture Fund X, L.P. ("AVF X") to its general partner and limited partners without additional consideration.
- 2. The shares are held directly by AVF X. The general partner of AVF X is Atlas Venture Associates X, L.P. ("AVA X LP"). Atlas Venture Associates X, LLC ("AVA X LLC") is the general partner of AVA X LP. Each of AVA X LP and AVA X LLC disclaims Section 16 beneficial ownership of the securities held by AVF X, except to the extent of its pecuniary interest therein, if any.
- 3. Represents the shares received by AVA X LP in connection with the pro rata distribution described in footnote 1 by AVF X.
- 4. The shares are held directly by AVA X LP. AVA X LLC is the general partner of AVA X LP. AVA X LLC disclaims Section 16 beneficial ownership of the securities held by AVA X LP, except to the extent of its pecuniary interest therein, if any.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold by AVA X LP in multiple transactions at prices ranging from \$17.75 to \$18.14, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, 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 set forth in this footnote.

Remarks:

Atlas Venture Fund X, L.P., By: Atlas Venture Associates X, L.P., its general partner, by 03/22/2019 Atlas Associates X, LLC, its general partner, By: Ommer Chohan, Chief Financial Officer /s/ Ommer Chohan Atlas Venture Associates X, LP, By: Atlas Venture Associates X, LLC, its general 03/22/2019 partner, By: Ommer Chohan, Chief Financial Officer /s/ Ommer Chohan Atlas Venture Associates X, LLC, By: Ommer Chohan, 03/22/2019 Chief Financial Officer /s/ Ommer Chohan ** 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.