

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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under § 240.14a-12

MACROGENICS, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:

**MacroGenics, Inc.
9704 Medical Center Drive
Rockville, MD 20850**

**ADDITIONAL INFORMATION REGARDING THE ANNUAL MEETING OF STOCKHOLDERS TO BE HELD ON
MAY 14, 2020**

The following Notice of Change of Location relates to the proxy statement (the “Proxy Statement”) filed by MacroGenics, Inc. (the “Company”) with the Securities and Exchange Commission on April 3, 2020, and furnished to stockholders of the Company in connection with the solicitation of proxies by the Board of Directors of the Company for use at the Annual Meeting of Stockholders (the “Annual Meeting”) to be held on Thursday, May 14, 2020. This Supplement is being filed with the Securities and Exchange Commission and is being made available to stockholders on or about April 24, 2020.

THE NOTICE SHOULD BE READ IN CONJUNCTION WITH THE PROXY STATEMENT.

**NOTICE OF CHANGE TO
ANNUAL MEETING OF STOCKHOLDERS
TO BE HELD ON MAY 14, 2020**

To the Stockholders of MacroGenics, Inc.:

Due to the public health and safety concerns related to the novel coronavirus (COVID-19) pandemic and recommendations and orders from federal and state governmental authorities, NOTICE IS HEREBY GIVEN that the location of the Annual Meeting of Stockholders of MacroGenics, Inc. (the "Annual Meeting") has been changed and will now be held by means of a virtual format only. The date and time of the meeting, Thursday, May 14, 2020 at 9:00 a.m. ET, as disclosed in the proxy materials for the Annual Meeting, has not changed. You will not be able to attend the Annual Meeting physically.

As described in the proxy materials for the Annual Meeting previously distributed, you are entitled to participate in the Annual Meeting if you were a stockholder as of the close of business on March 20, 2020, the record date, or hold a legal proxy for the meeting provided by your bank, broker, or nominee. To register for the Annual Meeting at www.proxydocs.com/MGNX, you must enter the control number found on your proxy card, voting instruction form or notice you previously received.

Registration for the meeting closes at 5:00 p.m. ET on May 12, 2020. You will be able to attend the Annual Meeting online, vote your shares electronically, and submit your questions during the meeting by visiting the meeting website and following the instructions available.

Whether or not you plan to attend the Annual Meeting, we urge you to vote and submit your proxy in advance of the meeting by one of the methods described in the proxy materials for the Annual Meeting. The proxy card included with the proxy materials previously distributed will not be updated to reflect the change in location and may continue to be used to vote your shares in connection with the Annual Meeting.

By Order of the Board of Directors,



James Karrels
Corporate Secretary
April 28, 2020

Important Notice Regarding the Availability of Proxy Materials for the Annual Stockholder Meeting to be Held on May 14, 2020:

MacroGenics, Inc.'s proxy statement and Annual Report on Form 10-K for the year ended December 31, 2019 are available at www.proxydocs.com/MGNX.