FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) C/O MAGNITE, INC.  12181 BLUFF CREEK DRIVE, 4TH FL  (Street) PLAYA VISTA CA  90094  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired (Disposed of, or Beneficially Owned)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Bene	1. Name ar		2. Issuer Name <b>and</b> Ticker or Trading Symbol MAGNITE, INC. [ MGNI ]									k all app	,		son(s) to Is 10% O Other (	vner					
City   State   City   State   City	` ′											belov			below)	`					
Citro   PLAYA VISTA   CA   90094   State   Cip   Table   - Non-Derivative   Securities   Acquired   Disposed of   Or Beneficially   Owned	12181 B	1 If /	4 If Amandment Data of Original Filed (Month/Posit/Cost)									6 Individual or Joint/Croup Filing (Chack Applicable									
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction (D)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 4)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 4)  6. Ownership Form: Direct (D) (Instr. 4)  7. Title of Derivative Securities (Instr. 3)  8. Price of Derivative Securities Securities (Month/Day/Year)  8. Price of Derivative Securities Securities (Month/Day/Year)  8. Price of Derivative Securities S	l` ′	VISTA (	CA	90	0094		4. 11 /	inendi	ment,	Date 0	i Oliginai Filed (Mohth/Day/Year)					Line)	X Form filed by One Reporting Person Form filed by More than One Reporting				on
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 3)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount Of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Securities Securities (Instr. 4)  8. Price of Derivative Securities Securities Securities (Instr. 4)  9. Number of Derivative Securities Se	(City)	(	State)	(Z	ip)												1 0100	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
Date (Month/Day/Year)   Family (Month/Day/				Table	I - No	n-Deriva	tive S	Secui	rities	Acq	uired	, Dis	posed of	, or E	Benef	iciall	y Own	ed			
Common Stock  11/24/2020  S(1) 10,000 D \$17.06 364,501 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Securities Acquired (A) or Disposed of or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Security (Instr. 3)  8. Price of Derivative Securities (Month/Day/Year)  9. Number of derivative Securities (Month/Day/Year)  10. Ownership Security (Instr. 3)  11. Nation Date (Month/Day/Year)  12. Ownership Security (Instr. 4)  13. Amount of Security (Instr. 4)  14. Amount or Derivative Securities (Instr. 4)  15. Amount or Derivative Securities (Instr. 4)  16. Amount or Derivative Securities (Instr. 4)  17. Title and Amount of Securities (Month/Day/Year)  19. Number of derivative Securities (Instr. 4)  10. Ownership Security (Instr. 4)  11. Nation Date (Month/Day/Year)  10. Ownership Security (Instr. 4)  11. Nation Date (Month/Day/Year)  12. Amount or Derivative Securities (Instr. 4)  13. Nation Date (Month/Day/Year)  14. Amount or Derivative Securities (Instr. 4)  15. Number of Amount of Securities (Instr. 4)  16. Date Exercisable and Expiration Date (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  18. Price of Derivative Securities (Month/Day/Year)  19. Number of derivative Securities (Month/Day/Year)  19. Number of derivative Securities (Month/Day/Year)  10. Ownership Security (Instr. 4)  11. Nation Date (Month/Day/Year)  10. Ownership Securities (Month/Day/Year)  11. Nation Date (Month/Day/Year)  12. Nation Date (Month/Day/Year)  13. Nation Date (M	Date						Execution Date, if any			Transaction Disposed Of (D) (Instr. Code (Instr. 5)				ired (A nstr. 3,	) or 4 and	Securities Beneficially Owned Following		Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial Ownership	
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)  1. Transaction Or Exercise Price of Derivative Security  1. Transaction Or Exercise Price of Derivative Security  1. Transaction Or Exercise Price of Derivative Security  1. Transaction Or Exercise (Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security  1. Transaction Or Exercise (Month/Day/Year)  3. Transaction Date (Transaction Code (Instr. 8)  4. Transaction Or Derivative Securities (Month/Day/Year)  4. Transaction Or Derivative Securities (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  8. Price of Derivative Securities (Instr. 5)  9. Number of derivative Security (Instr. 5)  9. Ownership Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4)  10. Ownership Form: Direct (D) Owned Transaction(s) (Instr. 4)  11. National Amount of Securities (Month/Day/Year)  12. Amount of Securities (Month/Day/Year)  13. Transaction Date (Month/Day/Year)  14. Tritle of Derivative Securities (Month/Day/Year)  15. Number of Expiration Date (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities (Instr. 5)  18. Price of Derivative Securities (Instr. 4)  19. Amount or Indirect (I) (Instr. 4)											Code	v	Amount	(A) (D)	(A) or (D) Pri		Transaction(s)				(111511.4)
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  Price of Derivative Security  Security  Security  Security  Security  Security  Security  Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Security  Sec	Common Stock 11/24/20							2020					10,000	D	\$	17.06	.06 364,501			D	
Derivative Security (Instr. 3) Price of Derivative Security Security  Securi																					
Date Expiration of	Derivative Security	erivative Conversion or Exercise (Month/Day/Year) str. 3) Price of Derivative Execution Date, if any (Month/Day/Year)			ion Date,	Transaction Code (Instr.		of Deriv Secu Acqu (A) or Dispo of (D) (Instr	rative rities ired r osed )	Expiration Da		ate (ear)	Amount of Securities Underlying Derivative Security (Ins: 3 and 4)		Str.	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

## Remarks:

11/25/2020 Aaron Saltz, attorney in fact

\*\* 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.