Day David
C/O MAGNITE, INC.
1250 BROADWAY, 15TH FLOOR
NEW YORK NY 10001

2. Issuer Name and Ticker or Trading Symbol
MAGNITE, INC. [ MGNI ]

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
10% Owner
Officer (give title below)
Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
Form filed by One Reporting Person
Form filed by More than One Reporting Person

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date</th>
<th>Deemed Execution Date</th>
<th>Transaction Code</th>
<th>Number of Securities Acquired</th>
<th>Amount</th>
<th>Price</th>
<th>Ownership Form</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/01/2023</td>
<td></td>
<td></td>
<td>14,163</td>
<td>$12.14</td>
<td>496,830</td>
<td>Direct (D)</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**
1. Represents the non-discretionary forfeiture of shares on behalf of the Reporting Person pursuant to an arrangement mandated by the Issuer to cover the tax withholding obligations associated with the vesting of restricted stock units.

**Remarks:**

/s/ Aaron Saltz, attorney-in-fact
02/03/2023

**Signature of Reporting Person**
**Date**