1. Name and Address of Reporting Person*  
Rossman James  
(Last)  
(First)  
(Middle)  
C/O MAGNITE, INC.  
1250 BROADWAY, 15TH FLOOR  
(Street)  
NEW YORK NY 10001  
(City)  
(State)  
(Zip)  

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/04/2021  

4. If Amendment, Date of Original Filed  

5. Relationship of Reporting Person(s) to Issuer  
X  
Director  
10% Owner  
Officer (give title below)  
Other (specify below)  

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/04/2021</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$4.64</td>
<td>36,066</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Titles and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>
| Stock Option (Right to Buy)             | $4.64                                                | 11/04/2021                          | M                               | 36,066                                       | 0                                                | 08/06/2022                                       | Common Stock                                           | $0.00                          | 0                                                               | D                           | ** Signature of Reporting Person **  
/s/ Aaron Saltz, attorney-in-fact  
11/08/2021  
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).  
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.