

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES

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

1. Name and Address of Reporting Person* <u>Lynch Brian Joseph</u>  (Last) (First) (Middle) <u>FOUR TOWER BRIDGE</u> <u>200 BARR HARBOR DRIVE, SUITE 200</u>  (Street) <u>WEST</u> <u>PA</u> <u>19428</u> <u>CONSHOHOCKEN</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/29/2019</u>	3. Issuer Name and Ticker or Trading Symbol <u>MADRIGAL PHARMACEUTICALS, INC. [ MDGL ]</u>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP and General Counsel</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	530	I	In IRA

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	10/01/2018 <sup>(1)</sup>	07/01/2028	Common Stock	5,000	279.69	D	
Stock Option (Right to Buy)	04/14/2019 <sup>(1)</sup>	01/14/2029	Common Stock	3,000	114.55	D	
Stock Option (Right to Buy)	02/05/2020 <sup>(2)</sup>	02/05/2029	Common Stock	16,000	114.27	D	
Stock Option (Right to Buy)	02/19/2022 <sup>(2)</sup>	02/19/2029	Common Stock	19,000	134.25	D	

Explanation of Responses:

1. Represents consultant option award vesting in 6.25% increments on each quarterly anniversary after the date of grant until fully vested.
2. The option vests as to 25% of the shares on the first anniversary of the date of grant and as to 6.25% of the shares on each quarterly anniversary thereafter until fully vested.

Remarks:

/s/ Brian J. Lynch 05/08/2019  
\*\* 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 5 (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.

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