# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### **SCHEDULE 14A**

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

Filed by the Registrant $\square$			X	Filed by a Party other than the Registrant $\ \Box$		
Chec	k the ap	opropriate b	00X:			
	Prelim	inary Prox	y Statement			
	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))					
	Defini	tive Proxy	Statement			
$\boxtimes$	Defini	tive Additi	onal Materials			
	Solicit	ing Materia	al under §240.14a-1	2		
			MADRI	GAL PHARMACEUTICALS, INC. (Name of Registrant as Specified In Its Charter)		
				(Name of Person(s) Filing Proxy Statement, if other than the Registrant)		
Payn	nent of I	Filing Fee (	Check the appropria	ate box):		
$\boxtimes$	No fee required.					
	Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.					
	(1)	Title of eac	h class of securities	to which transaction applies:		
	(2)	Aggregate	number of securities	to which transaction applies:		
				ng value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the how it was determined):		
	(4)	Proposed n	naximum aggregate	value of transaction:		
	(5)	Total fee pa	nid: \$			
	Fee pa	aid previous	sly 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 Pr	eviously Paid:			

Form, Schedule or Registration Statement No.:

(3)	Filing Party:
(4)	Date Filed:



### Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to be held on June 27, 2019, for Madrigal Pharmaceuticals, Inc.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. To view the proxy statement and annual report, go to www.proxydocs.com/MDGL. To submit your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the Internet. We have chosen to use these procedures for our 2019 Annual Meeting and need YOUR participation.
If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's annual meeting, please make this request on or before June 17, 2019.



## For a Convenient Way to VIEW Proxy Materials – and –



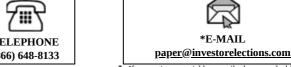


1. Proxy Statement 2. Annual Report

Printed materials may be requested by one of the following methods:







If requesting material by e-mail, please send a blank email with the 12 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

\*E-MAIL

You must use the 12 digit control number located in the shaded gray box below.

ACCOUNT NO.

**SHARES** 

#### **Company Notice of Annual Meeting**

Thursday, June 27, 2019 Date: 9:00 a.m. (Eastern Time) Time:

The Rittenhouse, 210 West Rittenhouse Square, Place:

Philadelphia, PA 19103

The purpose of the Annual Meeting is to take action on the following proposals:

The Board of Directors recommends that you vote "FOR" the following directors.

Election of Directors

Nominees: 01 Keith R. Gollust 02 Richard S. Levy, M.D.

03 David Milligan, Ph.D.

### The Board of Directors recommends that you vote "FOR" proposals 2-4 and "1 YEAR" on proposal 5.

- Proposal 2 To ratify the appointment of our independent registered public accounting firm;
- Proposal 3 To approve our amended 2015 Stock Plan;
- Proposal 4 To approve, on an advisory basis, the compensation of our named executive officers;
- Proposal 5 To approve, on an advisory basis, the frequency of holding future advisory votes on the compensation of our named executive officers; and
- Proposal 6 To transact such other business properly presented at the meeting and any adjournments or postponements.