
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

MADRIGAL PHARMACEUTICALS, INC.

(Name of Issuer)

Common Stock, Par Value \$0.0001 Per Share

(Title of Class of Securities)

558868105

(CUSIP Number)

Rebecca Taub, M.D.
c/o Madrigal Pharmaceuticals, Inc., 4 Tower Bridge, 200 Barr Harbor Dr, #200
West Conshohocken, PA, 19428
(267) 824-2827

Shannon Kelley, EVP and CLO
Madrigal Pharmaceuticals, Inc., 4 Tower Bridge, 200 Barr Harbor Dr, #200
West Conshohocken, PA, 19428
(267) 824-2827

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

12/10/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 558868105

1 Name of reporting person
 Rebecca Taub, M.D.
 Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
 Source of funds (See Instructions)

4 PF
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
 Citizenship or place of organization

6 UNITED STATES

7 Sole Voting Power
 1,159,291.00

Number of Shares Beneficially Owned by Each Reporting Person With:

8 Shared Voting Power
 655,540.00

9 Sole Dispositive Power
 1,159,291.00

10 Shared Dispositive Power
 655,540.00

11 Aggregate amount beneficially owned by each reporting person
 1,814,831.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
 Percent of class represented by amount in Row (11)
 7.8 %

14 Type of Reporting Person (See Instructions)
 IN

Comment for Type of Reporting Person: (1) The amount reported in rows 7, 9 and 11 includes (i) 436,868 shares of Common Stock held of record by the Reporting Person, (ii) 252,665 shares of Common Stock subject to stock options that are exercisable within 60 days of December 10, 2025, (iii) 6,446 shares of Common Stock subject to restricted stock units that vest within 60 days of December 10, 2025, (iv) 165,115 shares of Common Stock held of record by the Reporting Person's spouse, (v) 291,530 shares of Common Stock subject to stock options held by the Reporting Person's spouse that are exercisable within 60 days of December 10, 2025 and (vi) 6,667 shares of Common Stock subject to restricted stock units held by the Reporting Person's spouse that vest within 60 days of December 10, 2025. (2) The amount reported in rows 8, 10 and 11 includes shares of Common Stock held of record by SQN, LLC. The Reporting Person is a managing member of SQN and may be deemed to share voting and investment power over Common Stock that is owned by SQN.

SCHEDULE 13D

Item 1. Security and Issuer
 Title of Class of Securities:

(a) Common Stock, Par Value \$0.0001 Per Share

(b) Name of Issuer:

MADRIGAL PHARMACEUTICALS, INC.

Address of Issuer's Principal Executive Offices:

(c)

Four Tower Bridge, 200 Barr Harbor Drive, Suite 200, West Conshohocken, PENNSYLVANIA , 19428.

Item 1 Comment: This Amendment No. 2 ("Amendment No. 2") amends the Statement on Schedule 13D filed with the SEC on August 1, 2016, as amended on October 17, 2019 (the "Original Statement"), which relates to shares of common stock, par value \$0.0001 per share ("Common Stock"), of Madrigal Pharmaceuticals, Inc., a Delaware corporation with a class of securities registered under Section 12 of the 1934 Act (the "Issuer"). The principal executive offices of the Issuer are located at 200 Barr Harbor Drive, Suite 200, West Conshohocken, Pennsylvania, 19428. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Except as otherwise described herein, the information contained in the Original Statement remains in effect. Capitalized terms used but not defined in this Amendment No. 2 shall have the respective meanings set forth with respect thereto in the Original Statement.

Item 2. Identity and Background

(c) No changes, except as set forth below. The present principal occupation of Dr. Taub is Senior Scientific and Medical Advisor and a member of the Board of Directors of Madrigal Pharmaceuticals, Inc.

Item 3. Source and Amount of Funds or Other Consideration

No changes, except as set forth below. Each of Dr. Taub and her spouse has received stock options, restricted stock and restricted stock unit awards from the Issuer in connection with their service as an officer and/or a member of the Board of Directors of the Issuer. In addition to the shares listed as beneficially owned in the table above, (i) Dr. Taub holds options to purchase an aggregate of 15,584 shares that are not exercisable within 60 days of December 10, 2025, 12,275 restricted stock units that will not vest within 60 days of December 10, 2025 and 10,168 shares of Common Stock subject to performance-based restricted stock units that will not vest within 60 days of December 10, 2025 (and therefore are not deemed to be beneficially owned as of the date of this filing) and (ii) Dr. Taub's spouse holds options to purchase an aggregate of 5,665 shares that are not exercisable within 60 days of December 10, 2025 and 7,382 restricted stock units that will not vest within 60 days of December 10, 2025 (and therefore are not deemed to be beneficially owned as of the date of this filing). These equity awards were granted as compensation for their service as an officer and/or a member of the Board of Directors of the Issuer. In addition, pursuant to the Issuer's compensation policies and practices, Dr. Taub and her spouse may receive additional future equity compensation in the form of stock options and/or restricted stock unit awards in connection with their service as an employee of the Issuer, or, in the case of her spouse, as members of the Board of Directors of the Issuer. Except as set forth above, there are no contracts, arrangements, understandings or relationships (legal or otherwise) between Dr. Taub and any other person with respect to any securities of the Issuer, including, but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies. The Original Statement inadvertently excluded shares beneficially owned by Dr. Taub's spouse. Dr. Taub disclaims beneficial ownership of Common Stock owned by SQN, LLC and her spouse.

Item 4. Purpose of Transaction

No changes, except that the Reporting Person no longer serves as Chief Medical Officer of the Issuer; the Reporting Person serves as Senior Scientific and Medical Advisor of the Issuer and continues to serve as a member of the Board of Directors of the Issuer.

Item 5. Interest in Securities of the Issuer

(a) The aggregate number and percentage of shares of Common Stock beneficially owned by the Reporting Persons is based on 22,711,420 shares of Common Stock outstanding as of October 30, 2025, as reported in the Quarterly Report on Form 10-Q filed with the SEC on November 4, 2025 by the Issuer, and is set forth in boxes 11 and 13 of the second part of the cover page to this Statement, and such information is incorporated herein by reference.

(b) The amounts of Common Stock as to which the Reporting Person has sole voting power, shared voting power, sole dispositive power and shared dispositive power is set forth in boxes 7, 8, 9 and 10, respectively, on the second part of the cover page to this Statement, and such information is incorporated herein by reference.

The Reporting Person has not effected any transactions related to the Common Stock during the past 60 days, except for the dispositions set forth in Annex I of this Schedule 13D (all of which previously have been reported or will be reported on Form 4s filed pursuant to Section 16(a) of the Act):

Annex I Information	With Respect to	Transactions of Common Stock	Reporting Person	Date of	Number	Type of	Price Per	Where and Who	Effected	The Transaction of
Rebecca Taub	12/10/2025	18,650	Common	\$552.1487	Open market	Stock sale on NASDAQ	Rebecca Taub	12/10/2025	5,455	Common NA Charitable Stock
Spouse	12/10/2025	24,800	Common	\$552.1838	Open market	Stock sale on NASDAQ	*The price reported is a weighted average price for shares sold in multiple transactions on the same date. The Reporting Persons undertake to provide the Issuer, any security holder of the Issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price in such range.			

(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of securities covered by this Schedule 13D.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

The information in Item 3 is incorporated by reference herein.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Rebecca Taub, M.D.

Signature: /s/ Rebecca Taub, M.D.

Name/Title: Rebecca Taub, M.D.

Date: 12/12/2025