

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
May 1, 2017**

**ORDER GRANTING CONFIDENTIAL TREATMENT  
UNDER THE SECURITIES ACT OF 1933**

**Tocagen, Inc.**

**File No. 333-216574 - CF#33052**

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Tocagen, Inc. submitted an application under Rule 406 requesting confidential treatment for information it excluded from the Exhibits to a Form S-1 registration statement filed on March 9, 2017, as amended.

Based on representations by Tocagen, Inc. that this information qualifies as confidential commercial or financial information under the Freedom of Information Act, 5 U.S.C. 552(b)(4), the Division of Corporation Finance has determined not to publicly disclose it. Accordingly, excluded information from the following exhibits will not be released to the public for the time periods specified:

Exhibit 4.3	through December 31, 2018
Exhibit 10.7	through December 31, 2018
Exhibit 10.8	through December 31, 2018
Exhibit 10.9	through December 31, 2018

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority:

Brent J. Fields  
Secretary