

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Estimated average burden	
hours per response:	0.5

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>COLUMN GROUP III, LP</u>  (Last) (First) (Middle) <u>1700 OWENS STREET</u> <u>SUITE 500</u>  (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94158</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/09/2019</u>	3. Issuer Name and Ticker or Trading Symbol <u>NGM BIOPHARMACEUTICALS INC</u> [ <u>NGM</u> ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>10/11/2019</u>
			6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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)
<u>Common Stock</u>	<u>53,172</u> <sup>(1)</sup>	<u>D</u> <sup>(2)(3)</sup>	

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			

1. Name and Address of Reporting Person* <u>COLUMN GROUP III, LP</u>  (Last) (First) (Middle) <u>1700 OWENS STREET</u> <u>SUITE 500</u>  (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94158</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>COLUMN GROUP III-A, LP</u>  (Last) (First) (Middle) <u>1700 OWENS STREET</u> <u>SUITE 500</u>  (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94158</u>  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>COLUMN GROUP III GP, LP</u>  (Last) (First) (Middle) <u>1700 OWENS STREET</u> <u>SUITE 500</u>  (Street)

SAN FRANCISCO CA		94158
(City)	(State)	(Zip)

Explanation of Responses:

1. Consists of 24,972 shares of Common Stock held directly by The Column Group III, LP ("TCG III LP") and 28,200 shares of Common Stock held directly by The Column Group III-A, LP ("TCG III-A LP").
2. The securities are directly held by TCG III LP, and indirectly held by The Column Group III GP, LP ("TCG III GP"), the general partner of TCG III LP. The managing partners of TCG III GP are David Goeddel, Peter Svernilson and Tim Kutzkey. The managing partners of TCG III GP may be deemed to have voting and investment power with respect to such shares. Each individual managing partner disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest in such shares.
3. The securities are directly held by TCG III-A LP, and indirectly held by TCG III GP, the general partner of TCG III-A LP. The managing partners of TCG III GP are David Goeddel, Peter Svernilson and Tim Kutzkey. The managing partners of TCG III GP may be deemed to have voting and investment power with respect to such shares. Each individual managing partner disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest in such shares.

Remarks:

Exhibit List 1, Exhibit 24.1 - Power of Attorney: The Column Group III, LP 2. Exhibit 24.2 - Power of Attorney: The Column Group III-A, LP 3. Exhibit 24.3 - Power of Attorney: The Column Group III GP, LP This amendment to Form 3 is filed for the purpose of attaching powers of attorney for The Column Group III, LP, The Column Group III-A, LP and The Column Group III GP, LP which were inadvertently omitted in the initial Form 3 filing.

<u>/s/ Jennifer J. Carlson,</u> <u>Attorney-in-Fact</u>	<u>02/19/2020</u>
** 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.

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.

EX-24.1

Power of Attorney

The undersigned, a managing partner of The Column Group III, LP, hereby constitutes and appoints each of Gary A. Jungels, Jennifer J. Carlson, Christine McDevitt, Molly Gray and Leslie Schmidt, for so long as they are affiliated with a law firm representing The Column Group, LLC, the undersigned's true and lawful attorney-in-fact, each with the power to act alone for the undersigned and in the undersigned's name, place and stead, to:

1. Prepare, complete and execute an SEC Form ID required by Sections 13(a) and 23(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any and all amendments thereto, and any other documents necessary or appropriate in order to obtain EDGAR access codes, and to file or cause to be filed the same with the Securities and Exchange Commission as may be required or advisable;

2. Prepare, complete and execute Forms 3, 4 and 5 under the Exchange Act and other forms and all amendments thereto on the undersigned's behalf as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 or Section 13 of the Exchange Act and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's beneficial ownership of securities or changes in such beneficial ownership; and

3. Do all acts necessary in order to file such forms and amendments with the Securities and Exchange Commission, any securities exchange or national association and such other persons or agencies as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with or liability under Section 16 or Section 13 of the Exchange Act or any rules and regulations promulgated thereunder or any successor laws and regulations.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, or 5 or such other forms and amendments thereto pursuant to Section 16 or Section 13 of the Exchange Act with respect to the undersigned's beneficial ownership of securities or changes in such beneficial ownership, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

The undersigned has executed this Power of Attorney as of October 9, 2019.

/s/ Peter Svenilson  
Managing Partner

Power of Attorney

The undersigned, a managing partner of The Column Group III-A, LP, hereby constitutes and appoints each of Gary A. Jungels, Jennifer J. Carlson, Christine McDevitt, Molly Gray and Leslie Schmidt, for so long as they are affiliated with a law firm representing The Column Group, LLC, the undersigned's true and lawful attorney-in-fact, each with the power to act alone for the undersigned and in the undersigned's name, place and stead, to:

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/s/ Peter Svernilson  
Managing Partner

Power of Attorney

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2. Prepare, complete and execute Forms 3, 4 and 5 under the Exchange Act and other forms and all amendments thereto on the undersigned's behalf as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 or Section 13 of the Exchange Act and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's beneficial ownership of securities or changes in such beneficial ownership; and

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