FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington,	D.C. 2054

OMB APPROVAL										
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* TCG Opportunity III GP, LLC				N	Issuer Name a		ding Symbol EUTICAL		Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify)										
(Last) 1 LETTE	.ast) (First) (Middle) LETTERMAN DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 04/05/2024								title	Othe belov	(specify			
BUILDING D, SUITE DM-900			4.	. If Amendment	iginal	Filed (Month/Da		. Individual oi ine)	r Joint/0	Group Fili	ng (Check	Applicable							
(Street) SAN FRANCI														X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			<u></u>	R	Rule 10b5	-1(c)	Tr	ans	action Ind	icatio	on								
(City)	(Sta	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																	
		Table	I - Non-Deriva	tiv	e Securitie	s Acq	uir	ed, l	Disposed o	f, or E	Benefic	ially Own	ed						
Date		2. Transaction Date (Month/Day/Ye	ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (Disposed Of (D) (Instr. 3 5)			5. Amount of Securities Beneficially Owned Following		6. Owner Form: D (D) or Indirect (Instr. 4)	irect Ind Be (I) Ov	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
						Co	de	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and							
Common	Stock		04/05/2024	4		I)		949,862	D	(1)(2)	0		I	Se fo	e otnotes ⁽³⁾⁽⁴⁾			
Common	Stock		04/05/2024	4		I)		2,650,177	D	(1)(2)	0		I	Se	e otnote ⁽⁵⁾			
Common	Stock		04/05/2024	4		I)		90,442	D	(1)(2)	0		I	Se fo	e otnote ⁽⁶⁾			
Common	Stock		04/05/2024	4		I)		11,103,333	D	(1)(2)	0		D ⁽⁷)				
Common	Stock		04/05/2024	4		I)		858,035	D	(1)(2)	0		I	Se fo	e otnote ⁽⁸⁾			
Common	Stock		04/05/2024	4		I)		968,990	D	(1)(2)	0		I	Se fo	e otnote ⁽⁹⁾			
Common	Stock		04/05/2024	4		I)		2,265,758	D	(1)(2)	0		I	Se fo	e otnote ⁽¹⁰⁾			
Common	mmon Stock 04/05/202		4		I)		1,298,908	D	(1)(2)	0		I	Se fo	e otnote ⁽¹¹⁾				
Common	Stock	tock 04/05/2024		4		I)		1,298,908	D	(1)(2)	0		I	Se fo	e otnote ⁽¹²⁾			
Common	Stock		04/05/2024	4		I)		100,000	D	(1)(2)	0		I	Se	e otnote ⁽¹³⁾			
Common	Stock		04/05/2024	4		I)		100,000	D	(1)(2)	0		I		otnote ⁽¹⁴⁾			
Common	Stock		04/05/2024	4		I)		15,000	D	(1)(2)	0		I		otnote ⁽¹⁵⁾			
Common Stock 04/05/2		04/05/2024	4		I)		44,000	D	(1)(2)	0		I	Se fo	e otnote ⁽¹⁶⁾				
Common Stock 04/05/2024			4			J		1,000	A	(17)	1,00	0	I	Se fo	e otnote ⁽¹⁷⁾				
		Tal	ole II - Derivati (e.g., ρι						isposed of, s, convertik				d						
Derivative Conversion Date Ex Security or Exercise (Month/Day/Year) if a		3A. Deemed Execution Date, if any (Month/Day/Year)		of de (Instr. of Deri Sec Acq (A) Disport of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Ins 3 and 4)				int of ities rlying ative ity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)				

		Tal	le II - Derivati	ve Se	curit	ies A	cqu	ired, Disp	osed of,	or Be	rf@f9e9a	ly Owne	d e		
			(e.g., pu	ıts, ca	ills, v	varra	nts,	options, o	onvertib	e se	ciuliities)			
1. Title of	2.	3. Transaction	3A. Deemed Execution Date.	€.ode		6A)Nu	m(D)r	Expertis Elatero	isΩaattee and	7itTëti Amot	e Salnadres	8. Price of	9. Number of	10.	11. Nature
		estonth/Day/Year)	if any	Transa Code (Instr.		ative	(Month/Day/)	(ear)	Secur	rities	Derivative Security	derivative Securities	Ownership Form:	Beneficial
(Instr_3) 1. On Februa	Price of	e Issuer, Atlas Neon I	(Month/Day/Year) Parent, Inc. (Parent"	8) and At	las Neo	n Mers	rities Let Sub	o, Inc., a wholly	owned subsid	Unde	rlying Parent ("P	(Instr. 5) urchaser ent	Beneficially ered into an Agree Owned	Direct (D) ement and Plar or Indirect	Ownership
Merger, pursi	Security ich ti	he Purchaser complet	ed a tender offer for	he share	es of co	magn	stock o	of the Issuer and	d thereafter me	er Secur	ith and into	the Issuer ef	feetine as of April	502Hnstrha"	Effective'
Time). Cond	zumenny wim t	ne execution of the iv	terger Agreement, Pa	rent and	i Puicna	^{IS} Plish	hsen II	no a ronover ag	greement, date	นสเราหน	the date of	me merger A	Skenonen in	e Column Gfoi	лр, LP, The
Column Grou	up GP, LP, The	Column Group Mana	agement, LP, The Col	umn Gr	oup II,	∟Bf₹b	🛊 Colui	mn Group III, L	P, The Colum	n Grou	p III-A, LP	The Column	Tramsaction(s)h	e Column Gro	ap IV-A,
LP, The Colu	mn Group Opp	ortunity III, LP, Pond	oi Capital, LP and Po	noi Capi	ital II, I	P(Inisti	" T CCG	Rollover Agree	ement"). (cont'	d in FN	l 2)		(Instr. 4)		

- 2. (cont'd from FN 1) In addition, Parent and Purchaser entered into a rollover agreement! taked as of the date of the Merger Agreement (supplemented by the joinder thereto), with certain of NGM's other stockholders, including Dr. Goeddel (the "Stockholder Rollover Agreement" and, together with the TCG Rollover Agreement, the "Rollover Agreements"). Pursuant to the Rollover Agreements, every 1 share of the Issuer subject to the Rollover Agreement was exchanged for 100 shares of Parent. This Form 4 reports securities disposed of pursuant to the Rollover Agreements.
- 3. The securities were directly held by The Column Group Opportunity III, LP ("TCG Opportunity III LP"). The Column Group Opportunity III GP LP") is the general partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these securities of CG Opportunity III GP LLC ("TCG Opportunity III GP LLC") is the general partner of TCG Opportunity III GP LP and the ultimate general partner of TCG Opportunity III LP and may be deemed to have been dispositive power with respect to these securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities of the securities. The managing members of TCG Opportunity III GP LLC are David Gocded of the securities of the Managing Members"). (cont'd in FN 3)
- 4. (cont'd from FN 2) The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. TCG Opportunity III GP LP, TCG Opportunity III GP LLC and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 5. The securities were directly held by The Column Group IV, LP ("TCG IV LP"). The Column Group IV GP, LP ("TCG IV GP LP") is the general partner of TCG IV LP and may be deemed to have voting, investment and dispositive power with respect to these securities. TCG IV GP LLC ("TCG IV LLC") is the general partner of TCG IV GP LP and the ultimate general partner of TCG IV LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing members of TCG IV LLC are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. TCG IV GP LP, TCG IV LLC and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 6. The securities were directly held by The Column Group IV-A, LP ("TCG IV-A LP"). TCG IV GP LP is the general partner of TCG IV-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. TCG IV LLC is the general partner of TCG IV-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing members of TCG IV LLC are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. TCG IV GP LP, TCG IV LLC and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 7. The securities were directly held by The Column Group, LP ("TCG LP"). The Column Group GP, LP ("TCG GP") is the general partner of TCG LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG GP are David Goeddel, a member of the Issuer's board of directors and Peter Svennilson (collectively, the "TCG"). Managing Partners"). The TCG Managing Partners may be deemed to share voting, investment and dispositive power with respect to such securities. TCG GP and each of the TCG Managing Partners disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 8. The securities were directly held by The Column Group III, LP ("TCG III LP"). The Column Group III GP, LP ("TCG III GP") is the general partner of TCG III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG III GP are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. TCG III GP and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 9. The securities were directly held by The Column Group III-A, LP ("TCG III-A LP"). TCG III GP is the general partner of TCG III-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG III GP and each of the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. TCG III GP and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 10. The securities were directly held by The Column Group II, LP ("TCG II LP"). TCG II GP is the general partner of TCG II LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG II GP are the TCG Managing Partners. The TCG Managing Partners may be deemed to share voting, investment and dispositive power with respect to such securities. TCG II GP and each of the TCG Managing Partners disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 11. The securities were directly held by Ponoi Capital, LP ("Ponoi LP"). Ponoi Management, LLC ("Ponoi LLC") is the general partner of Ponoi LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing members of Ponoi LLC are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. Ponoi LLC and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities
- 12. The securities were directly held by Ponoi Capital II, LP ("Ponoi II LP"). Ponoi II Management, LLC ("Ponoi II LLC") is the general partner of Ponoi II LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing members of Ponoi II LLC are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. Ponoi II LLC and each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 13. The securities were directly held by TCG GP. The managing members of TCG GP are the TCG Managing Partners. The TCG Managing Partners may be deemed to share voting, investment and dispositive power with respect to such securities. Each of the TCG Managing Partners disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such
- 14. The securities were directly held by The Column Group Management LP ("TCGM LP"). The managing partners of TCGM LP are the TCG Managing Members. The TCG Managing Members may be deemed to share voting, investment and dispositive power with respect to such securities. Each of the TCG Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities
- 15. The securities were owned solely by Tim Kutzkey
- 16. The securities were directly held by Peter Svennilson.
- 17. At the Effective Time, Purchaser merged with and into the Issuer pursuant to Section 251(h) of the Delaware General Corporation Law, with the Issuer surviving as a wholly-owned subsidiary of the Parent. As a result, Parent holds all of the issued and outstanding shares of common stock (equaling 1,000 shares) of the Issuer. TCG LP owns 28.1% of Parent and is the general partner of Parent. Peter Svennilson and Dr. Goeddel are the managing partners of TCG GP, which is the general partner of TCG LP.

Remarks:

Due to SEC restrictions on the number of reporting persons, this is form 3 of 3.

/s/ James Evangelista, as 04/08/2024 Attorney-in-fact for TCG Opportunity III GP, LLC

** 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 4 (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.