FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

vvasnington, D.C. 200-

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* GOEDDEL DAVID V			2. Issuer Name and Ticker or Trading Symbol NGM BIOPHARMACEUTICALS INC NGM]								S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Other (specify)					
	(Fi ERMAN DI NG D, SUI	·	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/13/2022								belov	<i>I</i>)		below)	
(Street) SAN FRANCE	SCO CA	A 9	4129	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Application) X Form filed by One Reporting Person Form filed by More than One Reporting Person					on
(City)	(St		Zip)													
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,		3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amount Securities Beneficial Owned Following		nt of 6. O s Forr (D) (Indii	6. Owr Form: (D) or Indirection	Direct In Bo	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code V	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3		ion(s)			
Common	Stock		05/13/2022			P		125,096	A	(1)		1,218	3,279			ee ootnote ⁽²⁾
Common	Stock		05/13/2022			P		4,269	A	(1)		41,	577			ee ootnote ⁽³⁾
Common	Stock		05/16/2022			P		32,072	A	\$12.90	15 ⁽⁴⁾	1,250,351				ee ootnote ⁽²⁾
Common	Stock		05/16/2022			P		1,094	A	\$12.90	\$12.9015 ⁽⁴⁾		42,671			ee ootnote ⁽³⁾
Common	Stock											11,10	3,333			ee ootnote ⁽⁵⁾
Common	Stock											858	,035			ee ootnote ⁽⁶⁾
Common	Stock											968	,990			ee ootnote ⁽⁷⁾
Common	Stock											2,265,758				ee ootnote ⁽⁸⁾
Common	Stock											1,298,908				ee ootnote ⁽⁹⁾
Common	Stock											1,298,908				ee ootnote ⁽¹⁰⁾
Common	Stock											100,000				ee ootnote ⁽¹¹⁾
Common	Common Stock											100,000				otnote ⁽¹²⁾
Common Stock			-								80,	000	I	D		
Common Stock											110,000				ootnote ⁽¹³⁾	
		Tal	ble II - Derivati (e.g., pu	ve Securiti ts, calls, w								/ Owne	d			
Security or Exercise (Month/Day/Year) if any		Execution Date,	Transaction Code (Instr. 8)	of Deriva Securi Acquir (A) or Dispos of (D)	Expirati (Month/ urities quired or posed D) str. 3, 4		Exercisable a ion Date Day/Year)	A S U D S	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		s. Price of Derivative Security Instr. 5)			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

		Tal	le II - Derivati	ve Se	curit	ies /	cqu	ired, Disp	osed of,	or Be	ngenenal	ly Owne	þ		
			(e.g., pı	ıts, ca	ills, v	varra	nts,	options, o	Evnirotion	le se	ciurities)			
1. Title of	2.	3. Transaction	3A. Deemed	⊈ ode	V	(5A)Nu	ın(D) r	6xDectisEblero	istatite and		e Salnadres	Danissatissa	9. Number of	10.	11. Nature
		e(\$/tonth/Day/Year)	Execution Date, if any	Code (Instr.		ative/	(Month/Day/\		Amou Secui	rities	Security	derivative Securities	Form:	of Indirect Beneficial
(Instr. 3) 1. Represents	Price of a purchase of Derivative	common stock pursu	(Month/Day/Year) ant to a block trade a	8) t a price	of \$11.	Secu 2 Secu Acau				" Unde . Deriv	, ,	' (Instr. 5)	" Beneficially . Owned	Direct (D) or Indirect	' Ownership . (Instr. 4)
2. The securi	ti Security rectly	held by The Column	Group IV, LP ("TCO	G IV LP	"). The	C(A)no							G HòllbWing l may	b(1)d(1 nstr d4)	have voting

- 2. The securitisecurity ectly held by The Column Group IV, LP ("TCG IV LP"). The C(A) on Group IV GP, LP ("TCG IV GP LPSecurity (Install partner of TCGHollowing) may b (I) (Install have voting and investment power with respect to these securities. TCG IV GP LLC ("TCG IV LLO) is possed between a partner of TCG IV GP LB and the ultimate general partner of TCG IV LP and may be deemed to have voting and investment power with respect to these securities. The managing member ITCG IV LLC are David Goeddel, a member of the issuer's board of (Install securities). The TCG IV Managing Members in the TCG IV GP LP, TCG IV LC and each of the TCG IV Managing Members disclaim beneficial ownership of the TCG IV the extent of their respective pecuniary interest in such securities.
- 3. The securities are 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 and investment power with respect to these securities. TCG IV LLC is the general partner of TCG IV GP LP and the ultimate general partner of TCG IV-A LP and may be deemed to have voting and investment power with respect to these securities. The managing members of TCG IV LLC are the TCG IV Managing Members. The TCG IV Managing Members may be deemed to share voting and investment power with respect to such securities. TCG IV GP LP, TCG IV LLC and each of the TCG IV Managing Members disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 4. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from the state of the Issuer, any security holder of the Issuer or the staff of the Securities Exchange Committee in the Issuer, any security holder of the Issuer or the staff of the Securities Exchange Committee in the Issuer, any security holder of the Issuer or the staff of the Securities Exchange Committee in the Issuer of Securities purchased at each separate price within the ranges set forth in this footnote (4) to this Form 4.

 (A) (D) Exercisable Date Title Shares
- 5. The securities are 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 and investment power with respect to these securities. The managing partners of TCG GP are the Reporting Person, a member of the issuer's board of directors and Peter Svennilson (the "TCG Managing Partners"). The TCG Managing Partners may be deemed to share voting and investment 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.
- 6. The securities are 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 and investment power with respect to these securities. The managing partners of TCG III GP are the Reporting Person, a member of the issuer's board of directors, Peter Svennilson and Tim Kutzkey (collectively, the "TCG III Managing Partners"). The TCG III GP Managing Partners may be deemed to share voting and investment power with respect to such securities. TCG III GP and each of the TCG III Managing Partners disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 7. The securities are 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 and investment power with respect to these securities. The managing partners of TCG III GP are the TCG III GP Managing Partners. The TCG III Managing Partners may be deemed to share voting and investment power with respect to such securities. TCG III GP and each of the TCG III Managing Partners disclaim beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such
- 8. The securities are 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 and investment 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 and investment 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.
- 9. The securities are 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 and investment power with respect to these securities. The managing partners of Ponoi LLC are the Ponoi Managing Partners. The TCG III Managing Partners may be deemed to share voting and investment power with respect to such securities. Ponoi LLC and the each of the TCG III Managing Partners disclaims beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 10. The securities are 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 and investment power with respect to these securities. The managing partners of Ponoi II LLC are the TCG III Managing Partners. The TCG III Managing Partners may be deemed to share voting and investment power with respect to such securities. Ponoi II LLC and the each of the TCG III Managing Partners disclaims beneficial ownership of these securities, except to the extent of their respective pecuniary interest in such securities.
- 11. The securities are directly held by TCG GP. The managing partners of TCG GP are the TCG Managing Partners. The TCG Managing Partners may be deemed to share voting and investment 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 securities.
- 12. The securities are directly held by The Column Group Management LP ("TCGM LP"). The managing partners of TCGM LP are the TCG Managing Partners. The TCG Managing Partners may be deemed to share voting and investment 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 securities.
- 13. The securities are directly held by the David V. Goeddel and Alena Z. Goeddel 2004 Trust for which the Reporting Person and Alena Z. Goeddel serve as co-trustee.

Remarks:

/s/ James Evangelista, Attorney-in-fact 05/17/2022

** 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.