

NGM BIOPHARMACEUTICALS, INC.
ANNUAL MEETING OF STOCKHOLDERS

MAY 10, 2023

RULES OF CONDUCT

Welcome to the NGM Biopharmaceuticals, Inc. 2023 Annual Meeting of Stockholders.

Because this is a meeting of our stockholders, only stockholders as of the close of business on the record date of March 17, 2023 may submit questions and vote while attending this virtual meeting. Stockholders will need their voting control number provided with their proxy materials to demonstrate proof of stock ownership. In fairness to all stockholders attending the meeting and in the interest of having a fair, informative, orderly and constructive meeting, the following procedures will apply:

General

- The business of the meeting will be taken up in the order set forth in the Notice of Annual Meeting of Stockholders and as shown in the agenda, which is included below. When an item or proposal is before the meeting for consideration, questions and comments should be confined to that item.
- Recording of the meeting is prohibited. A replay of the meeting will be archived for one year after the date of the Annual Meeting at www.virtualshareholdermeeting.com/NGM2023.
- The Chair of the meeting has the authority necessary to preside over the meeting and may make any and all determinations with respect to the conduct of the meeting and procedures to be followed during the meeting.

Stockholder questions

- We welcome questions from our stockholders that are germane to the meeting and the items presented. Stockholders who have logged into the meeting and have entered their voting control number may submit appropriate questions during the meeting by typing the questions into the virtual meeting screen of our meeting site.
- There will be a Q&A session following the end of the meeting.
- We kindly request that stockholders limit their questions to one topic per question and to one question per stockholder.
- Questions from stockholders will be grouped by topic and one representative question will be read aloud before the appropriate answer as time permits.
- Again, only those questions that are appropriate for discussion at the meeting will be addressed. NGM Bio does not intend to address any questions that are, among other things:

- Irrelevant to our business;
 - Irrelevant to the business of the annual meeting;
 - Related to material nonpublic information about us;
 - Related to personal grievances or in bad taste;
 - Repetitious;
 - In furtherance of the stockholder's personal or business interests; or
 - Out of order or otherwise not suitable for the conduct of the annual meeting as determined by the Chair or the meeting's Secretary in their judgment.
- Any appropriate questions not addressed during the meeting may, at our discretion, be answered either through direct communication with the stockholder who submitted the question or through responses made available on our website.
 - If there are any matters of individual concern to a stockholder and not of general concern to all stockholders, or if a question posed was not otherwise answered, such matters may be raised separately after the annual meeting by contacting Investor Relations at ir@ngmbio.com.

THE FAILURE TO OBSERVE THESE RULES OF CONDUCT WILL BE A BASIS FOR REMOVAL FROM THE MEETING.

Thank you for your cooperation and continued support of NGM Biopharmaceuticals, Inc.

NGM BIOPHARMACEUTICALS, INC.
ANNUAL MEETING OF STOCKHOLDERS
MAY 10, 2023, 7:30 A.M. PACIFIC TIME

AGENDA

A. Call the meeting to order

1. Introductions; call to order; open polls
2. Order of business; virtual meeting logistics
3. Stockholder list; proof of mailing of notice of meeting
4. Appointment of Inspector of Election
5. Announcement of quorum present

B. Proposals and Q&A

1. Proposal No. 1 – To elect three Class I directors to serve until the 2026 annual meeting and until their successors are elected. The nominees for Class I directors are Shelly D. Guyer, Carole Ho, M.D. and William J. Rieflin.
2. Proposal No. 2 –To approve, on an advisory basis, the compensation of the Company’s named executive officers.
3. Proposal No. 3– To ratify the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2023.
4. Q&A on Proposals

C. Closing of polls

D. Results of voting

E. Q&A; closing remarks