FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20048

STATEMENT	OF (CHANGES	IN BENEFICIAL	OWNERSHIP
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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* COLUMN GROUP GP, LP					EUTICAL	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify										
	(Fii ERMAN DI	04/05/2		onth/Day/Year) Filed (Month/Day	belov	v) `		below)								
BUILDII (Street)	BUILDING D, SUITE DM-900				enament, Da	ale oi O	nginai	Filed (Month/Da	Line) Form Y Form	Form filed by One Reporting Person						
SAN FRANCI	ISCO CA	A 9	4129	Rule	10b5-1	(c) T	rans	action Ind	Perso	on						
(City)	(St	ate) (2	Zip)					transaction was n anditions of Rule 1				uction o	r written pla	an that is inte	nded to	
		Table	I - Non-Deriva	tive Sec	curities A	Acqui	red, l	Disposed o	f, or B	enefic	cially Own	ed				
Date			2. Transaction Date (Month/Day/Yea	Execution Date		Date, Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect Indir Bene (I) Own	ficial ership	
						Code	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and	n(s) d 4)				
Common	Stock		04/05/2024	1		D		949,862	D	(1)(2)	0		I	See foot	notes(3)(4)	
Common	Stock		04/05/2024	ŀ		D		2,650,177	D	(1)(2)	0		I	See foot	note ⁽⁵⁾	
Common	Stock		04/05/2024	ı l		D		90,442	D	(1)(2)	0		I	See foot	note ⁽⁶⁾	
Common	Stock		04/05/2024			D		11,103,333	D	(1)(2)	0		D (7)		
Common	Stock		04/05/2024			D		858,035	D	(1)(2)	0		I	See	note ⁽⁸⁾	
Common	Stock		04/05/2024			D		968,990	D	(1)(2)	0		I	See foot	note ⁽⁹⁾	
Common	Stock	ock 04/05/2024		ŀ	1			2,265,758	D	(1)(2)	0	0 I			See footnote ⁽¹⁰⁾	
Common	Stock		04/05/2024	ŀ		D		1,298,908	D	(1)(2)	0(2)			See foot	note ⁽¹¹⁾	
Common	Stock		04/05/2024	ŀ		D		1,298,908	D	(1)(2)				See foot	note ⁽¹²⁾	
Common	Stock		04/05/2024			D		100,000	D				See foot	note ⁽¹³⁾		
Common	Stock		04/05/2024			D		100,000	D	(1)(2)	0		I	See foot	note ⁽¹⁴⁾	
Common	Stock		04/05/2024	ŀ		D		15,000	D	(1)(2)	0		I	See foot	note ⁽¹⁵⁾	
Common	Stock		04/05/2024	ŀ		D		44,000	D	(1)(2)	0		I	See foot	note ⁽¹⁶⁾	
Common Stock 04/05/2024					J		1,000 A (17)		1,00	1,000 I		See footnote ⁽¹⁷⁾				
		Tal	ble II - Derivati (e.g., pu					isposed of, s, convertib				d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Inst 8)		ive (M ies ed	piratio	xercisable and in Date lay/Year)	7. Title Amou Secur Under Deriva Secur 3 and	nt of ities lying ative ity (Instr	8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owner Follow Repor	ities icially d ving rted action(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					1 37											

			ole II - Derivat (e.g., pı				_	Date	Expiration	_	of				
1. Title of Derivative Security Instruction of COLU	2. Conversion or Exercise Address of Perivative	3. Transaction Pate (Month/Day/Year)* Reporting Person UP GP, LP	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (In 8)	ion	of Deriv Secu Acqu (A) o Disp	osed	ExPatis Elector Expiration Do (Month/Day/)	isDadotke and	Amou Secu Unde Deriv	rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natur of Indire Benefici Ownersh (Instr. 4)
(Last) 1 LETTI	 ERMAN DI	(First)	(Middle)			of (D (Inst and	r. 3, 4						Transaction(s) (Instr. 4)		
BUILDI	NG D, SUI	TE DM-900			-						Amount				
(Street)		CA	94129	Code		(A)	(D)	Date Exercisable	Expiration Date	Title	or Number of Shares				
FRANC:	isco														
(City)		(State)	(Zip)												
		f Reporting Person*													
	ERMAN DI		(Middle)												
BUILDI	NG D, SUI	TE DM-900													
(Street)															
SAN FRANC	ISCO	CA	94129												
(City)		(State)	(Zip)												
		f Reporting Person*													
	ERMAN DI		(Middle)												
BUILDI	ING D, SUI	TE DM-900													
(Street) SAN															
FRANC	ISCO	CA	94129												
(City)		(State)	(Zip)												
		f Reporting Person*													
(Last)		(First)	(Middle)												
	ERMAN DI ING D, SUI	TE DM-900													
(Street)															
SAN FRANC	ISCO	CA	94129												
(City)		(State)	(Zip)												
	nd Address of n Group I	f Reporting Person*													
(Last) 1 LETTI	ERMAN DI	(First)	(Middle)												
BUILDI	NG D, SUI	TE DM-900													
(Street)															
SAN FRANC	ISCO	CA	94129												

1. Name and Address of Reporting Person*

<u>Column Group IV-A, LP</u>

(State)

(Zip)

(City)

(Last)	(First)	(Middle)				
1 LETTERMAN I						
BUILDING D, SU	11 E DM-900					
(Street) SAN						
FRANCISCO	CA	94129				
(City)	(State)	(Zip)				
1. Name and Address Column Group	· -					
(Last)	(First)	(Middle)				
1 LETTERMAN I						
BUILDING D, SU	TTE DM-900					
(Street) SAN	CA	94129				
FRANCISCO	CA) 1 14)				
(City)	(State)	(Zip)				
1. Name and Address TCG IV GP, LI	. •					
(Last)	(First)	(Middle)				
1 LETTERMAN I BUILDING D, SU						
(Street)						
SAN FRANCISCO	CA	94129				
(City)	(State)	(Zip)				
1. Name and Address Column Group	of Reporting Person* <u>Opportunity III</u> ,	<u>LP</u>				
(Last)	(First)	(Middle)				
1 LETTERMAN I BUILDING D, SU						
	11D DWI-700					
(Street) SAN						
FRANCISCO	CA	94129				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person* <u>Column Group Opportunity III GP, LP</u>						
(Last)	(First)	(Middle)				
1 LETTERMAN I BUILDING D, SU						
(Street)						
SAN FRANCISCO	CA	94129				
(City)	(State)	(Zip)				

Explanation of Responses:

^{1.} On February 25, 2024, the Issuer, Atlas Neon Parent, Inc. ("Parent") and Atlas Neon Merger Sub, Inc., a wholly-owned subsidiary of Parent ("Purchaser") entered into an Agreement and Plan of Merger, pursuant to which the Purchaser completed a tender offer for the shares of common stock of the Issuer and thereafter merged with and into the Issuer effective as of April 5, 2024 (the "Effective Time"). Concurrently with the execution of the Merger Agreement, Parent and Purchaser entered into a rollover agreement, dated as of the date of the Merger Agreement with The Column Group, LP, The Column Group GP, LP, The Column Group Management, LP, The Column Group III, LP, The Column Group III, LP, The Column Group III-A, LP, The Column Group IV, LP, The Column Group IV

^{2. (}cont'd from FN 1) In addition, Parent and Purchaser entered into a rollover agreement, dated 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 ("TCG 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. TCG Opportunity III GP, LLC ("TCG Opportunity III GP LCC") 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 voting, investment and dispositive power with respect to

these securities. The managing members of TCG Opportunity III GP LLC are David Goeddel, a member of the issuer's board of directors, Peter Svennilson and Tim Kutzkey (collectively, the "TCG 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 GP LP and the ultimate 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 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.
- 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 securities.
- 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 2 of 3.

Attorney-in-fact for The Column Group GP, LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group III LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group III-A LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group III GP LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV-A LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV GP LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for TCG IV GP LLC	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group Opportunity III LP	04/08/2024
/s/ James Evangelista, as Attorney-in-fact for The Column Group Opportunity III GP LP	04/08/2024
** Signature of Reporting Person	Date

/s/ James Evangelista, as

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{^{\}star}$ 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.