FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 200

OMB APPR	OVAL				
OMB Number: 3235-0287					
Estimated average burden					
hours per response: 0.5					

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 L P			2. Issuer Name and Ticker or Trading Symbol NGM BIOPHARMACEUTICALS INC NGM						Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner     Officer (give title Other (specify)						
(Last) (First) (Middle) 1 LETTERMAN DRIVE BUILDING D, SUITE DM-900				3. Date of Earliest Transaction (Month/Day/Year) 01/10/2023						below		uue	below		
(Street) SAN FRANCISCO CA 94129										6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting Person					
(City)	(St		(ip)												
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year		Execution Date, Transaction		4. Securities Disposed Of	d (A) or	5. Amount of Securities Beneficially Owned Following		6. Owner Form: Di (D) or Indirect ( (Instr. 4)	rect Ind Ber I) Ow	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
					Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and					
Common	Stock		01/10/2023		P		100,070	A	\$4.8418(1)	480,54	12	I	Section	etnotes <sup>(2)(3)</sup>	
Common	Stock		01/11/2023		P		209,000	A	\$4.76	689,54	12	I	Section	etnotes <sup>(2)(3)</sup>	
Common	Stock									2,650,1	77	I	Section	e otnote <sup>(4)</sup>	
Common	Stock									90,44	2	I	Section	etnote <sup>(5)</sup>	
Common	ommon Stock								11,103,	333	D <sup>(6)</sup>				
Common	Stock									858,03	35	I	Section	etnote <sup>(7)</sup>	
Common	Stock									968,990		I	See footnote <sup>(8)</sup>		
Common	Stock									2,265,758				etnote <sup>(9)</sup>	
Common	Stock									1,298,908		I See footnote		e otnote <sup>(10)</sup>	
Common	Stock									1,298,908		I See footnote		e otnote <sup>(11)</sup>	
Common	Stock									100,000		I See footno		e otnote <sup>(12)</sup>	
Common	Stock									100,000		I Se for		e otnote <sup>(13)</sup>	
Common	Stock									15,000 I			See footnote <sup>(14)</sup>		
Common	ommon Stock							44,000		I	Section	etnote <sup>(15)</sup>			
		Tal	ole II - Derivati (e.g., pu	ve Securities . its, calls, warr							i				
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. Transaction of Code (Instr. 8) Sect Acql (A) c Disp of (I	umber vative urities uired or osed 0) r. 3, 4	6. Date Expira	e Exercisable a tion Date h/Day/Year)	and 7 A S U D S	Title and mount of ecurities inderlying lerivative ecurity (Instr. and 4)	8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owne Follov Repor	ities icially d ving rted action(s)	10. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
								,		1					

			ole II - Derivat (e.g., pu	_	_	_	Date	Expiration		of			
1. Title of Derivative	2. Conversion	3. Transaction  Date	3A. Deemed Execution Date,	€ode V Transactio	n of	m(D)er	Expiration Do	te	Amou		8. Price of Derivative	9. Number of derivative	10. Ownership
Security (Instr. 3) ar COLU	or Exercise Address of Perivetive Security	(Month/Day/Year) * Reporting Person*  UP L P	if any (Month/Day/Year)	Code (Inst 8)	Secu Acqu (A) o Disp	r osed	(Month/Day/\	(ear)	Secur Under Deriva Secur 3 and	rlying ative rity (Instr.	Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)
(Last) 1 LETTE	ERMAN DI	(First)	(Middle)		of (D	) r. 3, 4							
BUILDI	NG D, SUI	ΓΕ DM-900											
(Street) SAN FRANCI	SCO	CA	94129	Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
(City)		(State)	(Zip)										
	nd Address of Ison Peter	Reporting Person*											
(Last)		(First)	(Middle)										
	ERMAN DE NG D, SUI	ПVE ГЕ DM-900											
(Street)													
SAN FRANCI	ISCO	CA	94129										
(City)		(State)	(Zip)										
1. Name ar <u>Kutzke</u>		Reporting Person*											
	ERMAN DI	(First) RIVE FE DM-900	(Middle)										
(Street) SAN FRANCI	ISCO	CA	94129										
(City)		(State)	(Zip)										
	nd Address of Capital II,	Reporting Person*											
	ERMAN DI	(First) RIVE ΓΕ DM-900	(Middle)										
(Street) SAN FRANCI	ISCO	CA	94129										
(City)		(State)	(Zip)										
		Reporting Person*											
(Last)	ERMAN DI	(First)	(Middle)										

11. Nature of Indirect Beneficial Ownership (Instr. 4)

1. Name and Address of Reporting Person\* PONOI CAPITAL, LP

CA

(State)

94129

(Zip)

(Street) SAN

(City)

FRANCISCO

(Last) 1 LETTERMAN I	(First) ORIVE	(Middle)						
BUILDING D, SUITE DM-900								
(Street) SAN FRANCISCO	CA	94129						
(City)	(State)	(Zip)						
1. Name and Address Ponoi Manager								
(Last) 1 LETTERMAN I BUILDING D, SU		(Middle)						
(Street) SAN FRANCISCO	CA	94129						
(City)	(State)	(Zip)						
1. Name and Address  COLUMN GR								
(Last) 1 LETTERMAN I BUILDING D, SU		(Middle)						
(Street) SAN FRANCISCO	CA	94129						
(City)	(State)	(Zip)						
1. Name and Address Column Group	of Reporting Person*  Management LI	<u>)                                    </u>						
(Last) 1700 OWENS ST	(First) REET, SUITE 500	(Middle)						
(Street) SAN FRANCISCO	CA	94129						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>Column Group II GP, LP</u>								
(Last) 1 LETTERMAN I BUILDING D, SU		(Middle)						
(Street) SAN FRANCISCO	CA	94129						
(City)	(State)	(Zip)						

## Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$4.70 to \$4.98, inclusive. The Reporting Persons undertake to provide to the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares acquired at each separate price within the ranges set forth in this footnote 1 to this Form 4.
- 2. The securities are 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 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 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").
- 3. (Continued from Footnote 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.
- 4. The securities are 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.

- 5. 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, 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.
- 6. 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, investment and dispositive power with respect to these securities. The managing partners of TCG GP are David Gooddel, 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.
- 7. 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, 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.
- 8. 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, 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 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, 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.
- 10. 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, 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.
- 11. 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, 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.
- 12. The securities are 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.
- 13. The securities are 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.
- 14. The securities are owned solely by Tim Kutzkey.
- 15. The securities are directly held by Peter Svennilson.

## Remarks:

Due to SEC restrictions on the number of reporting persons, this is form 1 of 3.

/s/ James Evangelista, as Attorney-in-fact for Peter Svennilson	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for Tim Kutzkey	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for Ponoi Capital II LP	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for Ponoi II Management LLC	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for Ponoi Capital LP	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for Ponoi Management LLC	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group II LP	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group Management, LP	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group II GP LP	01/12/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group, LP	01/12/2023
** Signature of Reporting Person	Date

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.