FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549	
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OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer st to Section 16. Form 4 or Forr obligations may continue. Se Instruction 1(b).	n 5 e	ENT OF CHANGES IN BENEFICIAL OWN iled pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		OMB Number: Estimated avera hours per respo	· II
1. Name and Address of Report COLUMN GROUP (Last) (First)	· ·	2. Issuer Name and Ticker or Trading Symbol NGM BIOPHARMACEUTICALS INC [ NGM ]	5. Relationship of F (Check all applicab X Director Officer (gi below)	ole) X	n(s) to Issuer  10% Owner  Other (specify below)
1 LETTERMAN DRIVE BUILDING D, SUITE DI	M-900	3. Date of Earliest Transaction (Month/Day/Year) 01/23/2023			
(Street) SAN FRANCISCO CA	94129	4. If Amendment, Date of Original Filed (Month/Day/Year)	1	nt/Group Filing (i I by One Reporti I by More than C	ing Person
(City) (State)	(Zip)				
	Table I - Non-Deri	vative Securities Acquired, Disposed of, or Bene	ficially Owned		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)				5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(,	
Common Stock	01/23/2023		P		9,900	A	\$4.9994(1)	742,959	I	See footnotes <sup>(2)(3</sup>
Common Stock								2,650,177	I	See footnote <sup>(4)</sup>
Common Stock								90,442	I	See footnote <sup>(5)</sup>
Common Stock								11,103,333	D <sup>(6)</sup>	
Common Stock								858,035	I	See footnote <sup>(7)</sup>
Common Stock								968,990	I	See footnote <sup>(8)</sup>
Common Stock								2,265,758	I	See footnote <sup>(9)</sup>
Common Stock								1,298,908	I	See footnote <sup>(10)</sup>
Common Stock								1,298,908	I	See footnote <sup>(11)</sup>
Common Stock								100,000	I	See footnote <sup>(12)</sup>
Common Stock								100,000	I	See footnote <sup>(13)</sup>
Common Stock								15,000	I	See footnote <sup>(14)</sup>
Common Stock								44,000	I	See footnote <sup>(15)</sup>

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
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. Transa Code ( 8)		of		Expiration Date (Month/Day/Year)		Deriv	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

(Last)  1 LETTERMAN I	(First)	(Middle)
		(Middle)
BUILDING D, SC	VITE DM-900	
(Street)		
SAN	CA	04120
FRANCISCO	CA	94129
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person*	
COLUMN GR	· -	
(Last)	(First)	(Middle)
1700 OWENS STI	REET	
SUITE 500		
(Street)		
SAN FRANCISCO	CA	94158
FRANCISCU		
(City)	(State)	(Zip)
1. Name and Address COLUMN GR	· -	
(Last)	(First)	(Middle)
1 LETTERMAN I	DRIVE	
BLDG. D, STE D	M-900	
(Street)		
SAN	CA	94129
FRANCISCO		
(City)	(State)	(Zip)
1. Name and Address COLUMN GR		
(Last)	(First)	(Middle)
1 LETTERMAN I		
BLDG. D, STE, D	M-900	
(Street)		
SAN	CA	94129
FRANCISCO		
(City)	(State)	(Zip)
1. Name and Address	· -	
Column Group	<u>1 V, L/ľ</u>	
(Last)	(First)	(Middle)
1 LETTERMAN I		
BUILDING D, SU	UITE DM-900	
(Street)		
SAN FRANCISCO	CA	94129
,	(State)	(Zip)
(City)		
1. Name and Address	of Reporting Person*	
	of Reporting Person*	

BUILDING D, SU	JITE DM-900	
(Street) SAN FRANCISCO	CA	94129
(City)	(State)	(Zip)
1. Name and Address Column Group		
(Last) 1 LETTERMAN I BUILDING D, SU		(Middle)
(Street) SAN FRANCISCO	CA	94129
(City)	(State)	(Zip)
1. Name and Address TCG IV GP, L	, ,	
(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* Opportunity III,	LP
(Last) 1 LETTERMAN I BUILDING D, SU		(Middle)
(Street) SAN FRANCISCO	CA	94129
(City)	(State)	(Zip)
1. Name and Address <u>Column Group</u>	of Reporting Person* <u>Opportunity III</u>	GP, LP
(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 \$4.995 to \$5.00, 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 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.
- 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 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.
- 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 2 of 3.

/s/ James Evangelista, as Attorney-in-fact for The Column Group GP, LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group III LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group III-A LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group III GP LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV-A LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group IV GP LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for TCG IV GP LLC	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group Opportunity III LP	01/25/2023
/s/ James Evangelista, as Attorney-in-fact for The Column Group Opportunity III GP LP	01/25/2023

\*\* Signature of Reporting Person

Date

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

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).