

June 12, 2023

David Woodhouse  
Chief Executive Officer  
NGM Biopharmaceuticals, Inc.  
333 Oyster Point Boulevard  
South San Francisco, CA 94080

Biopharmaceuticals, Inc.

Statement on Form S-3

Re: NGM

Registration

Filed June 8, 2023  
File No. 333-272509

Dear David Woodhouse:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Arzhang Navai at 202-551-4676 with any questions.

Sincerely,

Division of Corporation Finance

Office of Life Sciences

cc:

Christina T. Roupas