

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ 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

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

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
COLUMN GROUP L P	NGM BIOPHARMACEUTICALS INC [NGM]	X Director X 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title below) Other (specify below)
1 LETTERMAN DRIVE	04/05/2024	
BUILDING D, SUITE DM-900	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		Form filed by One Reporting Person
SAN CA 94129		X Form filed by More than One Reporting Person
(City) (State) (Zip)	Rule 10b5-1(c) Transaction Indication	
	<input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/05/2024		D		949,862	D	(1)(2)	0	I	See footnotes ⁽³⁾⁽⁴⁾
Common Stock	04/05/2024		D		2,650,177	D	(1)(2)	0	I	See footnote ⁽⁵⁾
Common Stock	04/05/2024		D		90,442	D	(1)(2)	0	I	See footnote ⁽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 footnote ⁽⁸⁾
Common Stock	04/05/2024		D		968,990	D	(1)(2)	0	I	See footnote ⁽⁹⁾
Common Stock	04/05/2024		D		2,265,758	D	(1)(2)	0	I	See footnote ⁽¹⁰⁾
Common Stock	04/05/2024		D		1,298,908	D	(1)(2)	0	I	See footnote ⁽¹¹⁾
Common Stock	04/05/2024		D		1,298,908	D	(1)(2)	0	I	See footnote ⁽¹²⁾
Common Stock	04/05/2024		D		100,000	D	(1)(2)	0	I	See footnote ⁽¹³⁾
Common Stock	04/05/2024		D		100,000	D	(1)(2)	0	I	See footnote ⁽¹⁴⁾
Common Stock	04/05/2024		D		15,000	D	(1)(2)	0	I	See footnote ⁽¹⁵⁾
Common Stock	04/05/2024		D		44,000	D	(1)(2)	0	I	See footnote ⁽¹⁶⁾
Common Stock	04/05/2024		J		1,000	A	(17)	1,000	I	See footnote ⁽¹⁷⁾

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

[illegible]

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. Code (Instr. 8)	5. V	6A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6B. (D)	7. Date Exercisable or Expiration Date (Month/Day/Year)	8. Expiration Date and Title	9. Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	10. 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)
(Last)	(First)	(Middle)												
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900														
(Street)														
SAN FRANCISCO	CA	94129												
(City)	(State)	(Zip)												
1. Name and Address of Reporting Person *														
Svennilson Peter														
(Last)	(First)	(Middle)												
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900														
(Street)														
SAN FRANCISCO	CA	94129												
(City)	(State)	(Zip)												
1. Name and Address of Reporting Person *														
Kutzkey Tim														
(Last)	(First)	(Middle)												
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900														
(Street)														
SAN FRANCISCO	CA	94129												
(City)	(State)	(Zip)												
1. Name and Address of Reporting Person *														
Ponoi Capital II, LP														
(Last)	(First)	(Middle)												
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900														
(Street)														
SAN FRANCISCO	CA	94129												
(City)	(State)	(Zip)												
1. Name and Address of Reporting Person *														
Ponoi II Management, LLC														
(Last)	(First)	(Middle)												
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900														
(Street)														
SAN FRANCISCO	CA	94129												
(City)	(State)	(Zip)												
1. Name and Address of Reporting Person *														
PONOI CAPITAL, LP														

(Last)	(First)	(Middle)
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900		
(Street)		
SAN FRANCISCO	CA	94129
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
Ponoi Management, LLC		
(Last)		
(First)	(Middle)	
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900		
(Street)		
SAN FRANCISCO	CA	94129
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
COLUMN GROUP II, LP		
(Last)		
(First)	(Middle)	
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900		
(Street)		
SAN FRANCISCO	CA	94158
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
Column Group Management LP		
(Last)		
(First)	(Middle)	
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900		
(Street)		
SAN FRANCISCO	CA	94129
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
Column Group II GP, LP		
(Last)		
(First)	(Middle)	
1 LETTERMAN DRIVE BUILDING D, SUITE DM-900		
(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 II, LP, The Column Group III, LP, The Column Group III-A, LP, The Column Group IV, LP, The Column Group IV-A, LP, The Column Group Opportunity III, LP, Ponoi Capital, LP and Ponoi Capital II, LP (the "TCG Rollover Agreement"). (cont'd in FN 2)

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 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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

