FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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* <u>EDWARDS JEFFREY L</u>					2. Issuer Name and Ticker or Trading Symbol FIBROGEN INC [ FGEN ]									k all appli Directo	onship of Reporting all applicable) Director		10% Ov	vner	
1	(F ROGEN, II NOIS STR	NC.	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/26/2021								Officer below)	(give title		Other (s below)	specify	
(Street) SAN FRANCI			94158 (Zip)		4. 11	f Ame	ndment,	Date	of Original F	Filed	(Month/D	ay/Year)		6. Ind Line) X	Form f	filed by One	e Rep	g (Check Ap orting Perso n One Repo	n
		Tab	le I - Non	-Deriv	ative	Se	curitie	s Ac	quired, I	Dis	posed o	of, or B	enefic	cially	Owned	d			
1. Title of Security (Instr. 3)		I:	2. Transa Date (Month/E	Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		e, Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3, 4			5. Amou Securitie Benefici Owned F Reporte	es For ally (D) Following (I) (		n: Direct r Indirect   I str. 4)   (	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	V	Amount	t (A) or Pr		ice	Transact				(111301.4)
Common Stock			05/26	/2021		A		4,700	4,700 <sup>(1)</sup> A \$		0.00	0 17,800			D				
		Т	able II - D						uired, Di						Owned				
1. Title of Derivative Security (Instr. 3)	titve Conversion Date Execution Date, Transaty or Exercise (Month/Day/Year) if any Code			5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)  (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4)			of s ng re Secui	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership of Form: Be Direct (D) Ow	11. Nature of Indirect Beneficial Ownership (Instr. 4)						
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amo or Num of Shar	ber					
Stock Option (Right to	\$20.86	05/26/2021			A		7,800		(2)	0	5/25/2031	Common Stock	7,8	00	\$0.00	7,800		D	

## **Explanation of Responses:**

- 1. Represents the grant of restricted stock units that vest on the earlier of May 26, 2022 or the date of the next annual meeting of stockholders, subject to the reporting person's continuous service on the applicable vesting date.
- 2. Options vest on the earlier of May 26, 2022 or the date of the next annual meeting of stockholders, subject to the reporting person's continuous service on the applicable vesting date.

## Remarks:

/s/ Dorothy Pacini, Attorneyin-fact

05/28/2021

III-Iact

\*\* Signature of Reporting Person

Date

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

- \* 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.