

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 * <u>Cotroneo Pat</u> (Last) (First) (Middle) <u>C/O FIBROGEN, INC.</u> <u>409 ILLINOIS ST.</u> (Street) <u>SAN FRANCISCO CA 94158</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>FIBROGEN INC [FGEN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Finance and CFO</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>12/20/2019</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 12/20/2019 | | M | | 18,000 | A | \$3.5 | 271,788 | D | |
| Common Stock | 12/20/2019 | | M | | 21,000 | A | \$5.95 | 292,788 | D | |
| Common Stock | 12/20/2019 | | M | | 17,254 | A | \$14.575 | 310,042 | D | |
| Common Stock | 12/20/2019 | | S | | 46,727 ⁽¹⁾ | D | \$45.51 ⁽²⁾ | 263,315 | D | |
| Common Stock | 12/20/2019 | | S | | 12,729 ⁽¹⁾ | D | \$46.27 ⁽³⁾ | 250,586 | D | |

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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 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 |
| Stock Option (Right to Buy) | \$3.5 | 12/20/2019 | | M | | | 18,000 | (4) | 06/07/2021 | Common Stock | 18,000 | \$0.00 | 0 | D | |
| Stock Option (Right to Buy) | \$5.95 | 12/20/2019 | | M | | | 21,000 | (4) | 06/27/2022 | Common Stock | 21,000 | \$0.00 | 0 | D | |
| Stock Option (Right to Buy) | \$14.575 | 12/20/2019 | | M | | | 17,254 | (4) | 03/19/2024 | Common Stock | 17,254 | \$0.00 | 0 | D | |

Explanation of Responses:

- Shares sold pursuant to a 10b5-1 plan.
- The shares were sold at prices ranging from \$44.91 to \$45.90. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- The shares were sold at prices ranging from \$45.91 to \$46.44. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Fully vested.

Remarks:

/s/ Dorothy Pacini, Attorney-in-fact 12/26/2019

** 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.