

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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hours per response: 0.5Filed 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>STERN JULIAN N</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. Date of Event Requiring Statement (Month/Day/Year) <u>11/13/2014</u>	3. Issuer Name and Ticker or Trading Symbol <u>FIBROGEN INC [FGEN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	107,904	D	
Common Stock	12,176	I	See footnote ⁽¹⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series B Convertible Preferred Stock	(2)	(2)	Common Stock	30,769	(2)	D	
Series F Convertible Preferred Stock	(2)	(2)	Common Stock	4,395	(2)	D	
Stock Option (Right to Buy)	(3)	08/20/2017	Common Stock	6,000	4.025	D	
Stock Option (Right to Buy)	(3)	08/20/2017	Common Stock	12,000	4.025	D	
Stock Option (Right to Buy)	(3)	03/12/2018	Common Stock	6,000	2.35	D	
Stock Option (Right to Buy)	(3)	03/12/2018	Common Stock	12,000	2.35	D	
Stock Option (Right to Buy)	(3)	03/11/2019	Common Stock	6,000	3.6	D	
Stock Option (Right to Buy)	(3)	03/11/2019	Common Stock	12,000	3.6	D	
Stock Option (Right to Buy)	(3)	06/09/2020	Common Stock	6,000	2.9	D	
Stock Option (Right to Buy)	(3)	06/09/2020	Common Stock	12,000	2.9	D	
Stock Option (Right to Buy)	(3)	03/15/2021	Common Stock	6,000	3.5	D	
Stock Option (Right to Buy)	(3)	03/15/2021	Common Stock	12,000	3.5	D	
Stock Option (Right to Buy)	(3)	06/27/2022	Common Stock	3,000	5.95	D	
Stock Option (Right to Buy)	(3)	06/27/2022	Common Stock	6,000	5.95	D	
Stock Option (Right to Buy)	(3)	04/17/2023	Common Stock	6,000	9.775	D	
Stock Option (Right to Buy)	(3)	04/17/2023	Common Stock	12,000	9.775	D	

Explanation of Responses:

- Shares are held by the reporting person's spouse as sole trustee of various trusts.
- Each share of the Issuer's Series B Preferred Stock and Series F Preferred Stock will be automatically converted into 0.4 of a share of common stock immediately prior to the closing of the issuer's initial public offering, and has no expiration date.
- Fully vested.

Remarks:

/s/ John Alden, Attorney-in-fact

11/13/2014

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 5 (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.