

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>Chung Christine</u>			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, China Operations</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/06/2020</u>			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		
C/O FIBROGEN, INC. 409 ILLINOIS ST.			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>SAN FRANCISCO CA 94158</u>								
(City) (State) (Zip)								

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	03/06/2020		F		10,126 ⁽¹⁾	D	\$39.71	122,518	D	
Common Stock	03/17/2020		A		40,000 ⁽²⁾	A	\$0.00	162,518	D	
Common Stock	03/18/2020		M		400	A	\$25.4	162,918	D	
Common Stock	03/18/2020		S		905 ⁽³⁾	D	\$23.69 ⁽⁴⁾	162,013	D	
Common Stock	03/18/2020		S		1,500 ⁽³⁾	D	\$24.56 ⁽⁵⁾	160,513	D	
Common Stock	03/18/2020		S		1,500 ⁽³⁾	D	\$25.68 ⁽⁶⁾	159,013	D	
Common Stock	03/19/2020		M		7,345	A	\$25.4	166,358	D	
Common Stock	03/19/2020		S		300 ⁽³⁾	D	\$23.93 ⁽⁷⁾	166,058	D	
Common Stock	03/19/2020		S		830 ⁽³⁾	D	\$25.32 ⁽⁸⁾	165,228	D	
Common Stock	03/19/2020		S		6,215 ⁽³⁾	D	\$26.08 ⁽⁹⁾	159,013	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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$26.41	03/17/2020		A		66,250		(10)	03/17/2030	Common Stock	66,250	\$0.00	66,250	D	
Stock Option (Right to Buy)	\$25.4	03/18/2020		M		400		(11)	03/08/2027	Common Stock	400	\$0.00	42,064	D	
Stock Option (Right to Buy)	\$25.4	03/19/2020		M		7,345		(11)	03/08/2027	Common Stock	7,345	\$0.00	34,719	D	

Explanation of Responses:

- Represents shares withheld by the issuer to satisfy a tax obligation realized by the reporting person upon the vesting of restricted stock units.
- Represents the grant of restricted stock units. Twenty-five percent of the restricted stock units vest on March 6, 2021, and the remainder vests in equal amounts quarterly thereafter for the following three years.
- Shares sold pursuant to a 10b5-1 plan.
- The shares were sold at prices ranging from \$23.10 to \$24.07. 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 \$24.13 to \$25.10. 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 \$25.26 to \$26.25. 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 \$23.50 to \$24.42. 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 \$24.71 to \$25.70. 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 \$25.71 to \$26.525. 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.

10. Twenty-five percent of the shares subject to the option vests on March 1, 2021, and the remainder vests in equal amounts quarterly thereafter for the following three years.

11. Twenty-five percent of the shares subject to the option vests on March 1, 2018, and the remainder vests in equal amounts quarterly thereafter for the following three years.

Remarks:

/s/ Dorothy Pacini, Attorney-in-
fact 03/19/2020

** 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.

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