Edgar Filing: Neff Thomas B - Form 4

| Neff Thomas Form 4 | s B | | | | | | | | | | |
|--|---|----------------------|--|-----------|----------------------------------|---|--|---|--|--|--|
| September 0 | 6, 2017 | | | | | | | | | | |
| FORM | | APPROVAL | | | | | | | | | |
| | 1 4 UNITED STATE | 000000000 | Number: | 3235-0287 | | | | | | | |
| Check thi if no long subject to Section 1 | statement (| OF CHANGES I SECU | VNERSHIP OF | Estimate | January 31, 2005 d average | | | | | | |
| Section 16.SECURTIESburden hours per response0.5Form 4 orFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,0.5FoligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Section0.5See Instruction30(h) of the Investment Company Act of 19401940 | | | | | | | | | | | |
| (Print or Type F | Responses) | | | | | | | | | | |
| 1. Name and A Neff Thoma | ddress of Reporting Person $\frac{*}{2}$ is B | Symbol | 2. Issuer Name and Ticker or Trading Symbol FIBROGEN INC [FGEN] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Last) | (First) (Middle) | 3. Date of Earliest | - | - | | (Cho | eck all applica | ble) | | | |
| · · · | GEN, INC., 409 | | (Month/Day/Year) | | | | _X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chief Executive Officer | | | | |
| (Street) 4. If Am Filed(Mo | | | Date Origina ear) | al | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | |
| SAN FRAN | CISCO, CA 94158 | | | | | | More than One | | | | |
| (City) | (State) (Zip) | Table I - Nor | n-Derivative | e Secu | rities Ac | cquired, Disposed | of, or Benefic | ially Owned | | | |
| 1.Title of Security (Instr. 3) | any | | ction(A) or D (D) | ispose | d of | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| C | | Code | V Amount | | Price | (Instr. 3 and 4) | | | | | |
| Common Stock | 09/01/2017 | F | 4,688 (1) | D | \$ 49 | 3,305,816 | D | | | | |
| Common Stock | 09/06/2017 | F | 3,261 (1) | D | \$ 48.1 | 3,302,555 | D | | | | |
| Common Stock | | | | | | 134,202 | I | By Family Partnership | | | |
| Common Stock | | | | | | 20,000 | I | By Spouse | | | |
| Common Stock | | | | | | 60,946 | I | See footnote (2) | | | |

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

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 control number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|------------------------|---|---------------------|-------------------------|--------------------|-----------------|---|--------------------|----------------------------------|--|------------------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | ionNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security (Instr. 3) | or Exercise Price of Derivative Security | (<u>,</u> , | any (Month/Day/Year) | Code (Instr. 8) | of Derivativ | of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) | | Underly Securiti (Instr. 3 | ying ies | Security (Instr. 5) | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | | 4, and 5) | | | | | | |
| | | | | Code V | . , | Date Exercisable | Expiration Date | Title M | Amount or Number of Shares | | |

Reporting Owners

| Relationships | | | | | | |
|---------------|-----------|-------------------------|----------------------------|--|--|--|
| Director | 10% Owner | Officer | Other | | | |
| Х | | Chief Executive Officer | | | | |
| | | | | | | |
| | | | Director 10% Owner Officer | | | |

/s/ Dorothy Pacini, Attorney-in-fact 09/06/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Represents shares withheld by the issuer to satisfy a tax obligation realized by the reporting person upon the vesting of restricted stock units.
- (2) The shares are held by BioGrowth Partners, LP. The reporting person is the sole general partner of BioGrowth Partners, LP and has sole voting and dispositive power over the shares held by BioGrowth Partners, LP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.