

FIBROGEN INC  
Form 8-K  
November 15, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 7, 2016**

**FibroGen, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-36740**  
**(Commission**

**File Number)**  
**FibroGen, Inc.**

**77-0357827**  
**(IRS Employer**

**Identification No.)**

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**409 Illinois Street**

**San Francisco, CA 94158**

**(Address of principal executive offices, including zip code)**

**(415) 978-1200**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) Effective as of November 7, 2016, the Compensation Committee (the Committee ) of the Board of Directors (the Board ) of FibroGen, Inc. (the Company ) approved a modification to the form of Change in Control and Severance Agreement entered into between the Company and each of its named executive officers. These agreements provided for stock option vesting acceleration and certain other benefits upon a qualified termination of employment in connection with a change in control. The modification amends the vesting acceleration provisions to apply to all forms of equity awards.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FIBROGEN, INC.**

Dated: November 15, 2016

By: /s/ Michael Lowenstein  
Michael Lowenstein  
Chief Legal Counsel