

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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>O'HEERON PETE</u> (Last) (First) (Middle) <u>C/O FIBROBIOLOGICS, INC.</u> <u>455 E. MEDICAL CENTER BLVD. SUITE 300</u> (Street) <u>HOUSTON TX 77598</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/24/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>FibroBiologics, Inc. [FBLG]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <u>Chief Executive Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>02/08/2024</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
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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 C Preferred Stock	(1)	(1)	Common Stock	2,500	0	D	
Stock Option (Right to Buy)	(2)	02/16/2033	Common Stock	1,853,000	2.28	D	

Explanation of Responses:

- The Series C Preferred Stock is convertible into the issuer's Common Stock on a 1-for-1 basis and has no expiration date. Upon the closing of the issuer's direct listing, the Series C Preferred Stock will convert, without the payment of additional consideration by or to the holder thereof, into the issuer's Common Stock on a 1-for-1 basis upon any transfer of such shares. For as long as they remain outstanding, the Series C Preferred Stock of the issuer held by the Reporting Person are subject to an irrevocable proxy issued by the Reporting Person in favor and for the benefit of the board of directors of the issuer.
- 1/4 of the options vested on January 1, 2024, with the remainder vesting monthly over 36 months.

Remarks:

This amendment is filed to include stock options in Table II that were inadvertently omitted in the original filing and to report the Series C Preferred Stock in Table II instead of Table I. Exhibit 24 - Power of Attorney

/s/ Ruben A. Garcia, by Power of Attorney 08/12/2024

** 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 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.

LIMITED POWER OF ATTORNEY

The undersigned, Pete O’Heeron, understands that, from time to time, he is required to prepare, execute and file certain federal and state securities laws filings.

The undersigned hereby appoints and authorizes each of Mark Andersen, Chief Financial Officer of FibroBiologics Inc., and Ruben A. Garcia, General Counsel of FibroBiologics Inc., as the undersigned’s true and lawful attorney-in-fact, each with full power of substitution and full power to act alone, to:

1. prepare and sign in the name of and on behalf of the undersigned any and all forms and reports required to be filed pursuant to the Exchange Act of 1933 and the Securities Exchange Act of 1934 and the rules and regulations thereunder, including, but without limitation, Forms 3, 4 and 5 and Schedule 13D/G;
2. perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such forms and filings, and timely file such forms with the United States Securities and Exchange Commission; and
3. take any other action of any type in connection with the foregoing which, in the opinion of the attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact’s discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution (including appointing substitutes for themselves, for each other and for any successor to any attorney-in-fact hereunder) or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact’s substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

This Limited Power of Attorney shall remain in effect until the undersigned is no longer required to file forms with respect to the securities of FibroBiologics, Inc., unless earlier revoked by the undersigned in a signed and dated writing delivered to the foregoing attorney-in-fact.

Executed this 12th day of August, 2024.

/s/ Pete O’Heeron

Pete O’Heeron
