



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

January 18, 2018

Cameron Durrant  
Chief Executive Officer  
Humanigen, Inc.  
1000 Marina Blvd., Suite 250  
Brisbane, CA 94005

**Re: Humanigen, Inc.**  
**Preliminary Information Statement on Schedule 14C**  
**Filed December 27, 2017**  
**File No. 001-35798**

Dear Dr. Durrant:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to these comments within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing your response to these comments, we may have additional comments.

Preliminary Information Statement on Schedule 14C

Action No. 1 Approval of Charter Amendment, page 1

1. Please disclose whether you have any plans, arrangements, understandings, etc. to issue any of the shares of common stock or preferred stock that would be newly available for issuance as a result of the charter amendment.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Ada D. Sarmento at 202-551-3798 or Erin Jaskot at 202-551-3442 with any questions.

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Division of Corporation Finance  
Office of Healthcare & Insurance

cc: Kevin Vold, Esq.