

FORM 3

UNITED STATES SECURITIES AND EXCHANGE
COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

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>BVF PARTNERS L P/IL</u> (Last) (First) (Middle) <u>44 MONTGOMERY ST.</u> <u>40TH FLOOR</u> (Street) <u>SAN FRANCISCO CA 94104</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>10/01/2026</u>	3. Issuer Name and Ticker or Trading Symbol <u>Foghorn Therapeutics Inc. [FHTX]</u> Foreign Trading Symbol 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☒ 10% Owner Officer (give title below) Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person ☒ Form filed by More than One Reporting Person
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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)
Common Stock, \$0.0001 par value per share ⁽¹⁾	4,494,462	D ⁽²⁾	
Common Stock, \$0.0001 par value per share ⁽¹⁾	3,232,448	D ⁽³⁾	
Common Stock, \$0.0001 par value per share ⁽¹⁾	619,258	D ⁽⁴⁾	

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			
Pre-Funded Warrants to Purchase Common Stock ⁽¹⁾	(5)	(5)	Common Stock, \$0.0001 par value	3,132,723	(5)	D ⁽²⁾	
Pre-Funded Warrants to Purchase Common Stock ⁽¹⁾	(5)	(5)	Common Stock, \$0.0001 par value	2,394,331	(5)	D ⁽³⁾	
Pre-Funded Warrants to Purchase Common Stock ⁽¹⁾	(5)	(5)	Common Stock, \$0.0001 par value	313,925	(5)	D ⁽⁴⁾	
Series 1 Warrants to Purchase Common Stock ⁽¹⁾	(6)	(6)	Common Stock, \$0.0001 par value	1,022,635	(6)	D ⁽²⁾	
Series 1 Warrants to Purchase Common Stock ⁽¹⁾	(6)	(6)	Common Stock, \$0.0001 par value	703,630	(6)	D ⁽³⁾	
Series 1 Warrants to Purchase Common Stock ⁽¹⁾	(6)	(6)	Common Stock, \$0.0001 par value	109,394	(6)	D ⁽⁴⁾	
Series 2 Warrants to Purchase Common Stock ⁽¹⁾	(7)	(7)	Common Stock, \$0.0001 par value	1,022,635	(7)	D ⁽²⁾	
Series 2 Warrants to Purchase Common Stock ⁽¹⁾	(7)	(7)	Common Stock, \$0.0001 par value	703,630	(7)	D ⁽³⁾	
Series 2 Warrants to Purchase Common Stock ⁽¹⁾	(7)	(7)	Common Stock, \$0.0001 par value	109,394	(7)	D ⁽⁴⁾	

1. Name and Address of Reporting Person *

BVF PARTNERS L P/IL

(Last) (First) (Middle)

44 MONTGOMERY ST.
40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City) (State) (Zip)

1. Name and Address of Reporting Person*
BIOTECHNOLOGY VALUE FUND L P

(Last) (First) (Middle)

44 MONTGOMERY ST.
40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City) (State) (Zip)

1. Name and Address of Reporting Person*
BVF I GP LLC

(Last) (First) (Middle)

44 MONTGOMERY ST.
40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City) (State) (Zip)

1. Name and Address of Reporting Person*
BIOTECHNOLOGY VALUE FUND II LP

(Last) (First) (Middle)

44 MONTGOMERY ST.
40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City) (State) (Zip)

1. Name and Address of Reporting Person*
BVF II GP LLC

(Last) (First) (Middle)

44 MONTGOMERY ST.
40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<u>Biotechnology Value Trading Fund OS LP</u>		
(Last)	(First)	(Middle)
<u>P.O. BOX 309 UGLAND HOUSE</u>		
(Street)		
<u>GRAND CAYMAN</u>		<u>KY1-1104</u>
(City)	(State)	(Zip)
<u>CAYMAN ISLANDS</u>		
(Country)		
1. Name and Address of Reporting Person *		
<u>BVF Partners OS Ltd.</u>		
(Last)	(First)	(Middle)
<u>P.O. BOX 309 UGLAND HOUSE</u>		
(Street)		
<u>GRAND CAYMAN</u>		<u>KY1-1104</u>
(City)	(State)	(Zip)
<u>CAYMAN ISLANDS</u>		
(Country)		
1. Name and Address of Reporting Person *		
<u>BVF GP HOLDINGS LLC</u>		
(Last)	(First)	(Middle)
<u>44 MONTGOMERY ST.</u>		
<u>40TH FLOOR</u>		
(Street)		
<u>SAN FRANCISCO</u>		<u>CA 94104</u>
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<u>BVF INC/IL</u>		
(Last)	(First)	(Middle)
<u>44 MONTGOMERY ST.</u>		
<u>40TH FLOOR</u>		
(Street)		
<u>SAN FRANCISCO</u>		<u>CA 94104</u>
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<u>LAMPERT MARK N</u>		
(Last)	(First)	(Middle)
<u>44 MONTGOMERY ST.</u>		

40TH FLOOR

(Street)

SAN FRANCISCO CA 94104

(City)

(State)

(Zip)

Explanation of Responses:

1. This Form 3 is filed jointly by Biotechnology Value Fund, L.P. ("BVF"), Biotechnology Value Fund II, L.P. ("BVF2"), Biotechnology Value Trading Fund OS LP ("Trading Fund OS"), BVF Partners OS Ltd. ("Partners OS"), BVF I GP LLC ("BVF GP"), BVF II GP LLC ("BVF2 GP"), BVF GP Holdings LLC ("BVF GPH"), BVF Partners L.P. ("Partners"), BVF Inc. and Mark N. Lampert (collectively, the "Reporting Persons"). Each of the Reporting Persons is a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding shares of Common Stock. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

2. Securities owned directly by BVF. As the general partner of BVF, BVF GP may be deemed to beneficially own the securities owned directly by BVF. As the sole member of BVF GP, BVF GPH may be deemed to beneficially own the securities owned directly by BVF. As the investment manager of BVF, Partners may be deemed to beneficially own the securities owned directly by BVF. As the general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by BVF. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by BVF.

3. Securities owned directly by BVF2. As the general partner of BVF2, BVF2 GP may be deemed to beneficially own the securities owned directly by BVF2. As the sole member of BVF2 GP, BVF GPH may be deemed to beneficially own the securities owned directly by BVF2. As the investment manager of BVF2, Partners may be deemed to beneficially own the securities owned directly by BVF2. As the general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by BVF2. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by BVF2.

4. Securities owned directly by Trading Fund OS. As the general partner of Trading Fund OS, Partners OS may be deemed to beneficially own the securities owned directly by Trading Fund OS. As the investment manager of Trading Fund OS and the sole member of Partners OS, Partners may be deemed to beneficially own the securities owned directly by Trading Fund OS. As the general partner of Partners, BVF Inc. may be deemed to beneficially own the securities owned directly by Trading Fund OS. As a director and officer of BVF Inc., Mr. Lampert may be deemed to beneficially own the securities owned directly by Trading Fund OS.

5. The Reporting Persons hold certain Pre-Funded Warrants (the "Pre-Funded Warrants") exercisable for an aggregate of 5,840,979 shares of Common Stock. The Pre-Funded Warrants do not expire and have an exercise price of \$0.0001 per share. The Pre-Funded Warrants are exercisable immediately, except that the Pre-Funded Warrants may not be exercised if, after such exercise, the Reporting Persons would beneficially own more than 9.99% of the shares of Common Stock outstanding.

6. The Reporting Persons hold certain Series 1 Warrants (the "Series 1 Warrants") exercisable for an aggregate of 1,835,659 shares of Common Stock. The Series 1 Warrants expire on June 30, 2027 and have an exercise price of \$13.4200 per share. The Series 1 Warrants are exercisable immediately, except that the Series 1 Warrants may not be exercised if, after such exercise, the Reporting Persons would beneficially own more than 9.99% of the shares of Common Stock outstanding.

7. The Reporting Persons hold certain Series 2 Warrants (the "Series 2 Warrants") exercisable for an aggregate of 1,835,659 shares of Common Stock. The Series 2 Warrants expire on December 31, 2030 and have an exercise price of \$20.1300 per share. The Series 2 Warrants are exercisable immediately, except that the Series 2 Warrants may not be exercised if, after such exercise, the Reporting Persons would beneficially own more than 9.99% of the shares of Common Stock outstanding.

BVF Partners L.P., By:
BVF Inc., its general
partner, By: /s/ Mark N. 10/05/2026
Lampert, President

Biotechnology Value
Fund, L.P., By: BVF I GP
LLC, its general partner, 10/05/2026
By: /s/ Mark N. Lampert,
Chief Executive Officer

BVF I GP LLC, By: /s/
Mark N. Lampert, Chief 10/05/2026
Executive Officer

Biotechnology Value Fund
II, L.P., By: BVF II GP
LLC, its general partner, 10/05/2026
By: /s/ Mark N. Lampert,
Chief Executive Officer

BVF II GP LLC, By: /s/
Mark N. Lampert, Chief 10/05/2026
Executive Officer

BVF Partners OS Ltd., By:
BVF Partners L.P., its sole
member, By: BVF Inc., its 10/05/2026
general partner, By: /s/
Mark N. Lampert,
President

Biotechnology Value
Trading Fund OS LP, By:
BVF Partners L.P., its
investment manager, BVF 10/05/2026
Inc., its general partner,
By: /s/ Mark N. Lampert,
President

BVF GP Holdings LLC,
By: /s/ Mark N. Lampert, 10/05/2026
Chief Executive Officer

BVF Inc., By: /s/ Mark N. 10/05/2026
Lampert, President

/s/ Mark N. Lampert

10/05/2026

** 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.