

XOMA Corp  
Form 3  
March 03, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |         |                                      |  |  |
|--|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person *  |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                            |  |
| Â Neal James R                             |         | (Month/Day/Year)                     | XOMA Corp [XOMA]   |  |
| (Last)                                     | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O XOMA CORPORATION,Â 2910 SEVENTH STREET |         | 02/27/2014                           | (Check all applicable)   |  |
| (Street)                                   |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
| BERKELEY,Â CAÂ 94710                       |         |                                      | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
| (City)                                     | (State) | (Zip)                                | (give title below) (specify below)                                     |  |
|  |         |                                      | VP Business Development  |  |
|  |         |                                      | 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) |
|---------------------------------|---|--|---|
| Common Shares                   | 154,112 <sup>(1)</sup>                                | D  | Â   |
| Common Shares                   | 1,470   | I  | by 401(k)   |

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

SEC 1473 (7-02)

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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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|   | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---|------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Incentive Share Option (right to buy)     | Â (2)            | 03/01/2020      | Common Shares       | 1,041                      | \$ 7.35                      | D  | Â          |
| Incentive Share Option (right to buy)     | 11/16/2013       | 11/16/2019      | Common Shares       | 37,296                     | \$ 10.725                    | D  | Â          |
| Non-Qualified Share Option (right to buy) | 10/27/2013       | 10/27/2021      | Common Shares       | 9,758                      | \$ 1.69                      | D  | Â          |
| Non-Qualified Share Option (right to buy) | Â (3)            | 02/28/2023      | Common Shares       | 23,563                     | \$ 2.715                     | D  | Â          |
| Non-Qualified Share Option (right to buy) | Â (4)            | 07/19/2022      | Common Shares       | 45,751                     | \$ 3.53                      | D  | Â          |
| Non-Qualified Share Option (right to buy) | 12/01/2013       | 03/01/2020      | Common Shares       | 15,625                     | \$ 7.35                      | D  | Â          |
| Non-Qualified Share Option (right to buy) | Â (5)            | 02/27/2024      | Common Shares       | 45,000                     | \$ 8.91                      | D  | Â          |
| Non-Qualified Share Option (right to buy) | 11/16/2013       | 11/16/2019      | Common Shares       | 16,037                     | \$ 10.725                    | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Neal James R<br>C/O XOMA CORPORATION<br>2910 SEVENTH STREET<br>BERKELEY, CA 94710 | Â             | Â         | Â VP Business Development | Â     |

## Signatures

By: Russell J. Wood For: James R. Neal  
03/03/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

Represents shares directly owned by Mr. Neal as of February 27, 2014, the date on which Mr. Neal became a reporting person. These

- (1) shares consist of (1) 15,334 shares acquired under XOMA's Employee Share Purchase Plan; and (2) 138,778 shares underlying restricted stock units awarded to Mr. Neal through February 27, 2014.
- (2) Incentive Stock Option exercisable in installments of 347 shares per month beginning 1/1/2014 and ending 3/1/2014.
- (3) Exercisable with respect to 1/48th of options in monthly increments beginning 3/28/2013 and ending 2/28/2017.

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(4) Exercisable with respect to 1/48th of options in monthly increments beginning 8/19/2012 and ending 7/19/2016.

(5) Exercisable with respect to 1/48th of options in monthly increments beginning 3/27/2014 and ending 2/27/2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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