

XOMA Corp
Form 3
April 07, 2015

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 BURNS THOMAS M. | | (Month/Day/Year) | XOMA Corp [XOMA] | |
| (Last) | (First) | (Middle) | 04/03/2015 | |
| C/O XOMA CORPORATION,Â 2910 SEVENTH STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BERKELEY,Â CAÂ 94710 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Chief Financial Officer | |

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 | 93,760 ⁽¹⁾ | D | Â |
| Common Shares | 6,947 | 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) 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) | 01/07/2013 | 01/07/2021 | Common Shares | 7,460 | \$ 5.83 | D | Â |
| Incentive Share Option (right to buy) | 03/01/2014 | 03/01/2020 | Common Shares | 5,333 | \$ 7.35 | D | Â |
| Incentive Share Option (right to buy) | 12/26/2011 | 02/26/2019 | Common Shares | 2,400 | \$ 8.4 | D | Â |
| Incentive Share Option (right to buy) | 12/08/2008 | 12/08/2018 | Common Shares | 666 | \$ 16.05 | D | Â |
| Incentive Share Option (right to buy) | 08/14/2010 | 08/14/2016 | Common Shares | 933 | \$ 25.2 | D | Â |
| Incentive Share Option (right to buy) | 02/21/2012 | 02/21/2018 | Common Shares | 1,666 | \$ 40.65 | D | Â |
| Incentive Share Option (right to buy) | 02/21/2011 | 02/21/2017 | Common Shares | 800 | \$ 50.85 | D | Â |
| Incentive Share Option (right to buy) | 10/31/2011 | 10/31/2017 | Common Shares | 633 | \$ 55.05 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽²⁾ | 02/09/2022 | Common Shares | 16,000 | \$ 1.59 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽³⁾ | 02/28/2023 | Common Shares | 8,700 | \$ 2.715 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽⁴⁾ | 04/03/2025 | Common Shares | 5,000 | \$ 3.5 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽⁵⁾ | 02/26/2025 | Common Shares | 30,740 | \$ 3.83 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽⁶⁾ | 06/16/2024 | Common Shares | 87,000 | \$ 4.66 | D | Â |
| Non-Qualified Share Option (right to buy) | Â ⁽⁷⁾ | 02/27/2024 | Common Shares | 13,050 | \$ 8.91 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BURNS THOMAS M. C/O XOMA CORPORATION 2910 SEVENTH STREET BERKELEY, CA 94710 | Â | Â | Â Chief Financial Officer | Â |

Signatures

Russell J. Wood

04/07/2015

 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. Burns as of April 3, 2015, the date on which Mr. Burns became a reporting person. These shares

- (1) consist of (1) 93,760 shares underlying restricted stock units awarded to Mr. Burns through April 3, 2015; and (2) 6,947 shares held directly under the XOMA Ltd. Deferred Savings Plan.
- (2) Exercisable with respect to 1/48th of options in monthly increments beginning March 09, 2012 and ending February 9, 2016.
- (3) Exercisable with respect to 1/48th of options in monthly increments beginning 3/28/2013 and ending 2/28/2017.
- (4) Exercisable with respect to 1/48th of options in monthly increments beginning May 3, 2015 and ending April 3, 2019.
- (5) Exercisable with respect to 1/48th of options in monthly increments beginning March 26, 2015 and ending February 26, 2018.
- (6) Exercisable as to (a) 25% of the option shares upon the first anniversary of the date of grant, and (b) the remaining 75% of the option shares in thirty-six (36) equal and consecutive monthly installments beginning one year and one month after the date of grant.
- (7) Exercisable with respect to 1/48th of options in monthly increments beginning March 27, 2014 and ending February 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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