XEROX CORP

Form 3

July 06, 2016)							
FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB APPROVAL			
					OMB Number:	3235-0104		
	Fil	ed pursuant on 17(a) of	TATEMENT OF BEN SECURI t to Section 16(a) of the the Public Utility Holdi 0(h) of the Investment C	TIES Securities E ing Company	Exchange Ac y Act of 193	t of 1934,	Expires: Estimated a burden hour response	-
(Print or Type R	(esponses)							
1. Name and Address of Reporting Person <u>*</u> CHRISTODORO JONATHAN			2. Date of Event Requiring Statement (Month/Day/Year) 06/27/2016	g 3. Issuer Name and Ticker or Trading Symbol XEROX CORP [XRX]				
(Last)	(First)	(Middle)		4. Relationsh Person(s) to I	ip of Reporting Issuer		Amendment, Da (Month/Day/Year	
C/O ICAHN CAPITAL LP, 767 FIFTH AVENUE, SUITE 4700 (Street)				(Check all applicable) <u>X</u> Director <u>10%</u> Owner <u>Officer</u> Other 6. Ind			lividual or Join	t/Group
NEW YORF	K, NY I	10153		(give the belo	w) (specify bei	_X_F Person F	g(Check Applicat form filed by One n orm filed by Mor ting Person	Reporting
(City)	(State)	(Zip)	Table I - N	Non-Derivat	tive Securiti	ies Benefici	ially Owned	
1.Title of Secur (Instr. 4)	rity		2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Ownership (Instr. 5)	Indirect Benefi	cial
Reminder: Repo owned directly	-		ach class of securities benefic	ially S	SEC 1473 (7-02	2)		
e when uncerty	-		pond to the collection of					

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
			Derivative	Security:	

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Date	Expiration	Title	Amount or	Security	Direct (D)
Exercisable	Date		Number of		or Indirect
			Shares		(I)
					(Instr. 5)

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
CHRISTODORO JONATH C/O ICAHN CAPITAL LE 767 FIFTH AVENUE, SUI NEW YORK, NY 1015	ÂX	Â	Â	Â		
Signatures						
/s/ Jonathan Christodoro	07/06/201	6				
<u>**</u> Signature of Reporting Person	Date					

Explanation of Responses:

No securities are beneficially owned

- * 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.