## Edgar Filing: Xencor Inc - Form 4

Xencor Inc

Form 4						
June 16, 2014						
FORM 4 UNITED STAT	ES SECURITIES AND EXCHANG	OMB APPROVAL				
	Washington, D.C. 20549	Number: 3235-0287				
Check this box if no longer	OF CHANGES IN BENEFICIAL O	Expires: January 31, 2005				
Section 16. Form 4 or	Estimated average burden hours per response 0.5					
obligations may continue. Section 17(a) of the	to Section 16(a) of the Securities Exchange the Public Utility Holding Company Ac (h) of the Investment Company Act of	t of 1935 or Section				
(Print or Type Responses)						
1. Name and Address of Reporting Person FLEMING JONATHAN	Symbol	5. Relationship of Reporting Person(s) to Issuer				
	Xencor Inc [XNCR]	(Check all applicable)				
(Last) (First) (Middle) C/O XENCOR, INC., 111 WEST LEMON AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 06/12/2014	X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) MONROVIA, CA 91016	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)	Table I - Non-Derivative Securities	Acquired, Disposed of, or Beneficially Owned				
(Instr. 3) any	eemed 3. 4. Securities ion Date, if TransactionAcquired (A) or Code Disposed of (D) h/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially Owned(D) or IndirectBeneficial OwnershipFollowing Reported Transaction(s) e(Instr. 4)(Instr. 4)				
Reminder: Report on a separate line for eac	information cor required to res	r or indirectly. espond to the collection of SEC 1474 ntained in this form are not (9-02) bond unless the form ently valid OMB control				

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	(D)	A) or isposed of D) nstr. 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 11.46	06/12/2014		А		7,500		<u>(1)</u>	06/11/2024	Common Stock	7,500

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
FLEMING JONATHAN C/O XENCOR, INC. 111 WEST LEMON AVENUE MONROVIA, CA 91016	Х						
Signatures							
/s/ John J. Kuch, Attorney-in-Fact	06	/16/2014					
**Signature of Reporting Person		Date					

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

(1) 100% of the shares subject to the option vest on June 12, 2015.

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.

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