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RUBIN PAUL D Form 4 May 21, 2013 FORM 4 May 21, 2013 TOMB APPROVAL MITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 5 obligations may continue. See Instruction 1(b).										
(Print or Type I	Responses)									
RUBIN PAUL D Sym			8				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O XOMA SEVENTH	3. Date of Earliest Transaction Month/Day/Year) 05/20/2013				Director 10% Owner X_ Officer (give title Other (specify below) below) Sr. VP Clinical Dev. & CMO					
(Street) 4. If Amer Filed(Mon BERKELEY, CA 94710				ate Origina r)	1		 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-l	Derivative	Secur	ities Aco	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)		ansaction Date 2A. Deemed hth/Day/Year) Execution Date, if any (Month/Day/Year)			ities A ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
Common			Code V	/ Amount		Price	(Instr. 3 and 4)			
Common Shares	05/20/2013		M <u>(1)</u>	785	А	\$ 2.36	9,534	D		
Common Shares	05/20/2013		S <u>(1)</u>	785	D	\$ 4.16	8,749	D		
Common Shares	05/20/2013		S <u>(1)</u>	5,215	D	<u>(2)</u>	3,534	D		
Common Shares							4,422	Ι	by 401(k)	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Share Option (right to buy)	\$ 2.36	05/20/2013		M <u>(1)</u>		785	(3)	05/24/2022	Common Shares	785

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
RUBIN PAUL D C/O XOMA CORPORATION 2910 SEVENTH STREET BERKELEY, CA 94710			Sr. VP Clinical Dev. & CMO				
Signatures							
By: Fred Kurland For: Paul	C	5/21/2013					

Date

Rubin <u>**</u>Signature of Reporting Person

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) This transaction was made pursuant to Rule 10b5-1 trading plan adopted by the reporting person on March 20, 2013.
- (2) These shares were disposed of in multiple transactions at prices ranging from \$4.14 to \$4.29 for aggregate gross proceeds of \$25,274.00
- (3) Exercisable with respect to 1/48th of options in monthly increments beginning 6/24/2012 and ending 5/24/2016.

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.