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Form 4	•									
December FORI	ЛЛ								PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287	
Check if no lo subject Sectior Form 4	NGES IN SECUI	BENEF RITIES	Expires: F Estimated burden hou response.	urs per						
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)									
BURNS THOMAS M. Syn				er Name an A Corp [X		Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction				(CI	leck all applicabl	(e)	
	IA CORPORATIC H STREET		(Month/ 12/22/2	Day/Year) 2016			Director X Officer (g below) VP, Fin		% Owner ner (specify nancial	
				f Amendment, Date Original d(Month/Day/Year) _X_ Form filed by				y One Reporting P	erson	
BERKELI	EY, CA 94710						Form filed by Person	y More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deem (Month/Day/Year) Execution any (Month/D		Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)			(A) or of (D) 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: R	eport on a separate line	e for each cla	uss of sec	urities bene	ficially ow	ned directly	or indirectly.			
					Perso	ons who res	spond to the coll tained in this for		SEC 1474 (9-02)	

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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 of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Share Option (right to buy)	\$ 5.5	12/22/2016		А		35,000		<u>(1)</u>	12/22/2026	Common Shares	35,0

Reporting Owners

Burns

Reporting Owner Name / Address	ress Relationships							
	Director	10% Owner	Officer	Other				
BURNS THOMAS M. C/O XOMA CORPORATION 2910 SEVENTH STREET BERKELEY, CA 94710			VP, Finance & Ch	ief Financial				
Signatures								
By: Denis Quinlan For: Thomas	s M.	12/23	3/2016					

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Date

(1) This option was granted under the Amended and Restated XOMA Corporation 2010 Long Term Incentive and Stock Award Plan and will vest in full one year after the grant date.

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.