# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

e Responses)		T															
1. Name and Address of Reporting Person* VAN NESS W DENMAN				2. Issuer Name and Ticker or Trading Symbol XOMA Corp [XOMA]								5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  X Director 10% Owner					
A CORPO	(First) DRATION, 2910	OTT TTO TOTAL			est T	ransacti	on (Mo	nth/I	Day/Yea	ır)			e title below)			ow)	
STREET (Street)				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
E1, CA 94	(State)	(Zip)				T-bl- I	N 1	D	4! 6			D:d	-f D	£-:-U O	1		
:			124 D	1		1						•				7 N-t	
(Instr. 3) Date		Date	Execution Date, if any		Code (Instr.					of (D) Ow Tra	Owned Following Reported Fransaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership			
						Cod	e V	V A	mount	(A) or (D)	Price				(I)	(Instr. 4)	
Shares		05/28/2014(1)				M		3	,150	А	(2)	,502			D		
Common Shares 05/28/2014 <sup>(3)</sup>						M		3	,150	A	\$ 0 (2) 32	32,652			D		
Shares											20				I	by IRA	
Shares											10				I	by Spouse (5)	
Shares											2,6	500			I	by Trust (6)	
eport on a sep	parate line for each	class of securities b	oeneficiall	y owr	ned d	lirectly o	Per in t	son: his f	s who orm ar	e not re	equired to	respond	unless the		ned SEC	1474 (9-02)	
												ned					
2. Conversion or Exercise Price of Derivative Security		any	Code	etion 3)	of Deri Secu Acqi (A) o Disp of (I (Inst	vative urities uired or cosed D) tr. 3, 4,	Expira	Date Exercisable and 7. Tit (xpiration Date Month/Day/Year) 7. Tit Security 1. Tit (xpiration Date Security 1. Tit (xpiration		of Underly Securities	nderlying rities Security Securities 7. 3 and 4) (Instr. 5) Beneficiall Owned Following Reported		Owners Form o Derivat Securit Direct ( or Indir	Ownersh (y: (Instr. 4) (D)			
			Code	V	(A)	(D)	Date Exerci	sable	Expira Date	ation	Title	Amount or Number of Shares					
\$ 0	05/28/2014(3)		М			3,150	C	3)	05/28	8/2013	Common	2 150	(2)	6,300	D		
\$ 0	05/28/2014(1)		М			3,150	C	1)	05/28	8/2015	Common		<u>(2)</u>	3,150	D		
	Address of FS W DEN A CORPO EY, CA 94 Eurity Shares Shares Shares Shares Price of Derivative Security \$ 0	Address of Reporting Person* S W DENMAN  (First) A CORPORATION, 2910  (Street)  EY, CA 94710  (State)  Eurity  Shares  9 O 05/28/2014  (3)	Address of Reporting Person* S W DENMAN  (First) (Middle) A CORPORATION, 2910 SEVENTH  (Street)  EY, CA 94710  (State) (Zip)  Surity 2. Transaction Date (Month/Day/Year)  Shares 05/28/2014(1)  Shares  Shares  Shares  Shares  Price of Derivative Security  \$ 0 05/28/2014(3)  \$ 0 05/28/2014(3)  S 0 05/28/2014(3)	Address of Reporting Person* S W DENMAN  A CORPORATION, 2910 SEVENTH  (Street)  (Street)  (Street)  (State)  (Zip)  2. Transaction Date (Month/Day/Year)  Shares  05/28/2014(1)  Shares  05/28/2014(3)  Shares  Shares  Table II - Derivative (e.g., puts (e.g., puts (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Shares  Shares  Shares  3. Transaction Date (Month/Day/Year)  Or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  A Transaction Date (Month/Day/Year)  (Month/Day/Year)  Code (Instr. 8)  Code  Code  \$ 0 05/28/2014(3)  M	Address of Reporting Person* S W DENMAN  A CORPORATION, 2910 SEVENTH  (Street)  (Street)  (Street)  (Street)  (Street)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Shares  O5/28/2014  2. Transaction Date (Month/Day/Year)  Shares  O5/28/2014  2. Transaction Date (Month/Day/Year)  Shares  Table II - Derivative Sec. (e.g., puts, call any (Month/Day/Year)  Price of Derivative Security  Security  S O 05/28/2014  A Deemed Execution Data (Month/Day/Year)  Table II - Derivative Sec. (e.g., puts, call any (Month/Day/Year)  (Month/Day/Year)  Code  V  \$ 0 05/28/2014  M  A CORPORATION, 2910 SEVENTH  3. Date of Earli 05/28/2014  2. Transaction Date (Month/Day/Year)  Execution Date, if Transaction Code (Instr. 8)  Code V	Address of Reporting Person* S W DENMAN  A CORPORATION, 2910 SEVENTH  (Street)  (A. If Amendment, D. DEY, CA 94710  (State)  (Zip)  (Wonth/Day/Year)  (Month/Day/Year)  Shares  (D5/28/2014  (Month/Day/Year)  Shares  (D5/28/2014  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Reg., puts, calls, ware and XOMA Corp [X or in the company of the co	Address of Reporting Person Same and Ticker XOMA Corp [XOMA]  A CORPORATION, 2910 SEVENTH  (Street)  (Street)  (Street)  (Strate)  (A. If Amendment, Date Orig Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Shares)  (Shares)  (Strate)  (Strate)  (A. If Amendment, Date Orig Execution Date, if any (Month/Day/Year)  (Instr. Amendment, Date Orig Execution Date, if any (Month/Day/Year)  (Code Research Shares)  (A. If Amendment, Date Orig Execution Date, if any (Month/Day/Year)  (Code Research Shares)  (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person* S W DENMAN A CORPORATION, 2910 SEVENTH  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  2. If Amendment, Date Original File  (Street)  4. If Amendment, Date Original File  (Street)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Shares  (D5/28/2014  (Month/Day/Year)  (Month/Day/Year)  (Shares  (D5/28/2014  (Month/Day/Year)	Address of Reporting Person * S W DENMAN  (First) (Middle) (A CORPORATION, 2910 SEVENTH  (State)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A Corporation Date (Instr. 8)  (Instr. 8)	Address of Reporting Person* S W DENMAN  A CORPORATION, 2910 SEVENTH  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) A Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Code V Amount of the file of each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of (C.g., puts, calls, warrants, options, convertib of Code (Month/Day/Year)  (Month/Day/Year)  (Code V)  (A) or Disposed of (C.g., puts, calls, warrants, options, convertib of Code (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code V)  (A) or Disposed of (C.g., puts, calls, warrants, options, convertib of Code (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code V)  (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person* S W DENMAN  A CORPORATION, 2910 SEVENTH  (Street)  A CORPORATION, 2910 SEVENTH  (Street)  2. Issuer Name and Ticker or Trading Symbol XOMA Corp [XOMA]  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  27, CA 94710  (State)  27, CA 94710  (State)  28. Deemed Becution Date, (Month/Day/Year)  29. Transaction Date (Month/Day/Year)  (Month/Day/Year)  20. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Code V Amount (D)  (Month/Day/Year)  (A) or Code V Amount (D)  (Month/Day/Year)  (	2. Issuer Name and Ticker or Trading Symbol XOMA Corp   XOMA   XOM	Address of Reporting Person 2	2.	2.	2.	

## **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		

	VAN NESS W DENMAN C/O XOMA CORPORATION 2910 SEVENTH STREET BERKELEY, CA 94710	X				
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### **Signatures**

By: Russell J. Wood For: Denman W. Van Ness	05/29/2014		
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) These restricted stock units are scheduled to vest in substantially equal installments annually over three years, with the first installment vesting on May 28, 2013.
- (2) Each restricted stock unit represents the right to receive, upon vesting, one share of common stock. This nondiscretionary transaction represents the vesting of restricted stock units as shares of common stock
- (3) These restricted stock units are scheduled to vest in substantially equal installments annually over three years, with the first installment vesting on May 28, 2014.
- (4) Owned directly through W. D. Van Ness IRA.
- (5) Held indirectly through the C. Van Ness IRA.
- (6) Shares owned directly by The Van Ness 1983 Revocable Trust.

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.