

Restricted Stock Units	\$ 0 (2)	04/06/2015		M		4,656.00	(1)	08/14/2015	Common Shares	4,656	\$ 0	0	D	
Restricted Stock Units	\$ 0 (2)	04/06/2015		M		21,750.00	(1)	03/18/2016	Common Shares	21,750	\$ 0	0	D	
Restricted Stock Units	\$ 0 (2)	04/06/2015		M		3,532.00	11/13/2012(1)	(5)	Common Shares	3,532	\$ 0	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KURLAND FRED C/O XOMA CORPORATION 2910 SEVENTH STREET BERKELEY, CA 94710			CFO & VP Finance	

Signatures

By: Russell J. Wood For: Fred Kurland		04/07/2015
<small>Signature of Reporting Person</small>		<small>Date</small>

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) Pursuant to the award agreement, this award becomes fully vested in connection with Mr. Kurland's retirement on April 3, 2015.

(2) Each restricted stock unit represents the right to receive, at settlement, one share of common stock. This nondiscretionary transaction represents the settlement of vested restricted stock units in shares of common stock.

(3) Shares sold on the open market to satisfy the minimum amount of taxes required to be withheld in connection with the vesting of the shares in a non-discretionary transaction pursuant to the reporting person's agreement under the Company's equity incentive plan.

(4) This transaction was executed in multiple trades ranging at prices from \$3.50 to \$3.66. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.

(5) These restricted stock units are scheduled to vest in substantially equal installments annually over three years, with the first installment vesting on November 13, 2012.

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.