



(1) These shares were acquired pursuant to a grant of restricted stock units on May 21, 2015, under the Amended and Restated XOMA Corporation 2010 Long Term Incentive and Stock Award Plan and are scheduled to vest in substantially equal installments on each of May 28, 2016, May 28, 2017, and May 28, 2018.

(2) Exercisable with respect to 1/12th of options in monthly increments beginning June 21, 2015 and ending May 21, 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.