

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

Form 10-C

REPORT BY ISSUER OF SECURITIES QUOTED ON NASDAQ
INTERDEALER QUOTATION SYSTEM

Filed pursuant to Section 13 or 15(d) of the Securities Exchange Act of
1934
and Rule 13a-17 or 15d-17 thereunder

XOMA Corporation
(Exact name of issuer as specified in charter)

2910 Seventh Street, Berkeley, California 94710
(Address of principal executive offices)

Issuer's telephone number, including area code (415) 644-1170

I. CHANGE IN NUMBER OF SHARES OUTSTANDING

Indicate any change (increase or decrease) of 5% or more in the number of
shares outstanding:

1. Title of security: Common Stock, par value \$.0005 per share
2. Number of shares outstanding before the change: 28,312,868
3. Number of shares outstanding after the change: 31,581,420
4. Effective date of change: April 22, 1996
5. Method of change:
Specify method (such as merger, acquisition, exchange, distribution,
stock split, reverse split, acquisition of stock for treasury, etc.):
Conversions of convertible debentures and private placements of
Common Stock

Give brief description of transaction: conversions of convertible
debentures previously issued into shares of Common Stock and issuance
of shares of Common Stock in private placements

II. CHANGE IN NAME OF ISSUER

1. Name prior to change:
2. Name after change:
3. Effective date of charter amendment changing name:
4. Date of shareholder approval of change, if required:

Date April 23, 1996

/s/ Christopher J. Margolin

(Officer's signature & title)
Christopher J. Margolin
Vice President, General Counsel
and Secretary