

Filed Pursuant to Rule 433

Registration Nos. 333-130442

January 10, 2006



**January 11, 2006**  
**JP Morgan Conference**

# Forward-Looking Statements

Statements made in this presentation relating to future financial performance or results, the timing of regulatory filings, the timing and results of clinical trials and other aspects of product development, and other strategic relationships, the regulatory process and approvals, collaboration licensing opportunities and plans for sales and marketing, or that otherwise relate to future periods, are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934.

These statements are based on assumptions which may not prove accurate. Actual results could differ from those anticipated, due to certain risks in the biotechnology industry, as well as the companies engaged in the development of new products in a regulated market.

These risks, including those related to the success of the sales and marketing efforts for our products and timing of expenditures, whether there are unanticipated expenditures and whether funds are available on acceptable terms; safety or efficacy of the products being tested; design and progress of clinical trials; additional time requirements in connection with regulatory filings for data analysis, preparation, discussions with the FDA, additional clinical studies or manufacturing modifications; action, inaction or delays by the FDA, European regulators and/or their advisory bodies; analysis and interpretation by, or submission to, these and others of scientific data; results of clinical testing; changes in the status of the Company's collaborative and other relationships; the ability of partners to meet their obligations; availability of collaboration and licensing opportunities; competitors; market demand for products; uncertainties regarding biotechnology patents; uncertainties as to the costs of protecting intellectual property; and risks associated with the status of the Bermuda company are discussed in the Company's most recent report on Form 10-K and in other SEC filings.

Such risks should be considered carefully in evaluating prospects.

XOMA's  
Copyright 2006, XOMA

Ltd.

NASDAQ: XOMA





## U.S. Securities and Exchange Commission

**XOMA, Ltd. has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents XOMA has filed with the SEC for more complete information about XOMA and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, XOMA or the information agent will arrange to send you the prospectus if you request it by calling toll-free 1-888-867-6963.**

NASDAQ: XOMA

**XOMA**

3

---

# XOMA

## “Right Place, Right Time, By Design”

---

- **Premier Therapeutic Antibody Discovery and Development Company**
- **Managing Development and Financial Risks, Effectively Utilizing Assets**
- **Marketed Product plus Diverse, Growing Pipeline**



NASDAQ: XOMA

XOMA

4

---

# Antibody Technologies

---

## *Comprehensive Antibody Platform for Discovery, Optimization and Manufacturing*

- **Multiple Antibody Phage Display Libraries**
- **Proprietary Human Engineering™ Technology**
- **Bacterial Cell Expression**

NASDAQ: XOMA

**XOMA**

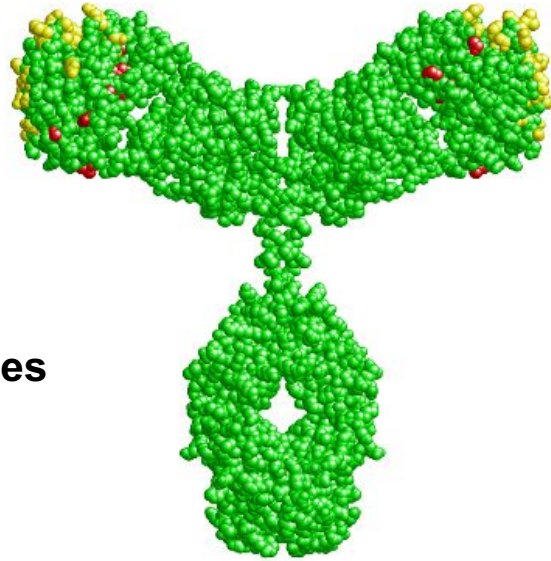
5

---

# XOMA Human Engineering™ Technology

---

- **Clinically Validated**
- **100% Success Rate To Date**
  - 25 mAbs Human Engineered™
  - 6 Different Targets
- **Structural Approach**
- **Applicable to mAbs from any Species**
- **Issued IP**



*Reduce Immunogenicity of Non-human mAbs*

NASDAQ: XOMA

**XOMA**  
6

---

# Therapeutic Antibody Development

---

## *Fully Integrated Development Infrastructure*



- **Functional Biology**
- **Pharmacology (Efficacy, MOA)**
- **Toxicology (IND-enabling safety)**
- **Cell Line and Process Development**
- **Clinical & Regulatory**
- **Pilot Plant and GMP Manufacturing**

NASDAQ: XOMA



# XOMA's Integrated Development and Manufacturing Capability

15,000 sq ft Pilot Plant



GMP Manufacturing Plant



## *Process Development*

- Cell Line Development
- Cell Banking
- Pilot Plant Production
- Assay Development
- Formulation Development

NASDAQ: XOMA

## *Manufacturing*

- cGMP Production
- Scale to 2750 L - 3 Trains
- Grams to Kilograms

**XOMA**



---

# XOMA Strategy

---

**Recognized Leader in  
Technology and Capabilities**

**Leverage Technologies and  
Capabilities**

**Manage Development and  
Financial Risks**

NASDAQ: XOMA



# Benefits from Collaborations

- **Bring More Product Candidates into XOMA's Pipeline**
  - **Utilize Complementary Capabilities from XOMA and Partners**

CHIRON XOMA

- Chiron provides validated antibody targets for oncology products
- Goal: 1 IND each year

LEXICON XOMA

- Lexicon provides validated antibody targets
- Goal: Minimum of 3 products in 3 years

- **Manage Financial Risk**
  - **Share Development Cost**
  - **Utilize XOMA Infrastructure**
  - **Provide Other Financial Resources**
  - **Maintain Flexibility (e.g. Profit-Share or Royalty)**

NASDAQ: XOMA

XOMA  
10

# XOMA Pipeline Highlights

## Marketed Product

RAPTIVA®	Plaque Psoriasis	Genentech
----------	------------------	-----------

## Clinical-Stage Candidates

RAPTIVA®	Atopic Dermatitis	Genentech
CHIR-12.12	Chronic Hives	Chiron
rBPI <sub>21</sub> / NEUPREX®	POHS, Burns, BMT	Proprietary

## Early-Stage Programs

XMA005.2	Immunology	Proprietary
Multiple Candidates	Oncology	Chiron
Metabolic mAb	Type II Diabetes, Obesity	Lexicon Genetics
Anti-Gastrin mAb	Cancers	Aphton

## Technology Licenses

CIMZIA™	Rheumatoid Arthritis / Crohn's Disease	UCB
Lucentis™	Wet AMD	Celltech
Bacterial Cell Expression	Approximately 40 Licensees	Genentech
		Merck, Wyeth, Others

NASDAQ: XOMA



# RAPTIVA® - Marketed Product

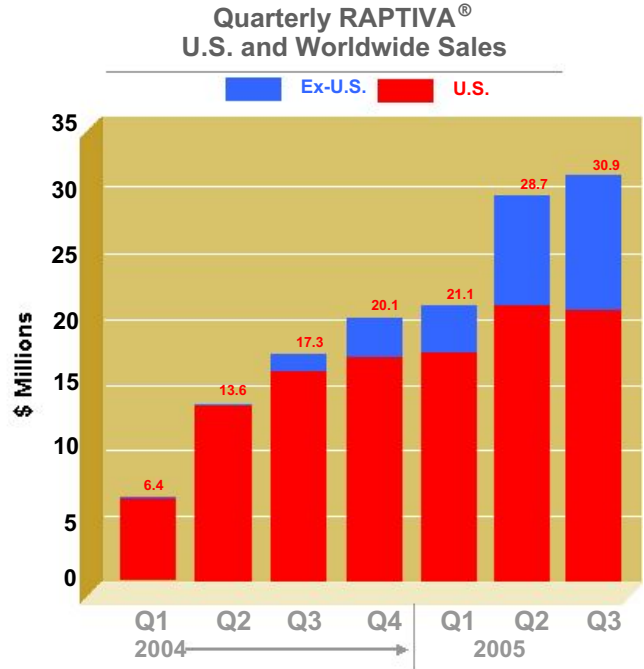
- Genentech and Serono

- Large Markets with Unmet Need

- Moderate-to-Severe Plaque Psoriasis

- Large Safety and Efficacy Database
- Increasing Worldwide Sales

- Atopic Dermatitis Trial

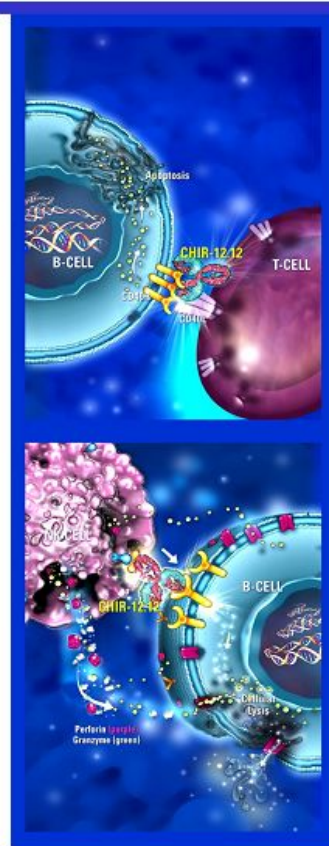


NASDAQ: XOMA



# CHIR 12.12 Anti-CD40 MAb

- Phase I Testing in CLL and MM Underway
- B-cell Lymphoma/Leukemia Indications
- Anti-CD40 mAb
  - High Affinity, Fully Human
- Dual Mechanism of Action
  - Blocks CD40-CD40L-mediated Cancer Growth
  - Recruits Immune Cells to Kill Tumors (ADCC)
- No Agonist or Stimulatory Activity
- Improved Efficacy Compared with Rituxan®



NASDAQ: XOMA

XOMA

13

# rBPI<sub>21</sub> / NEUPREX<sup>®</sup>

## Product

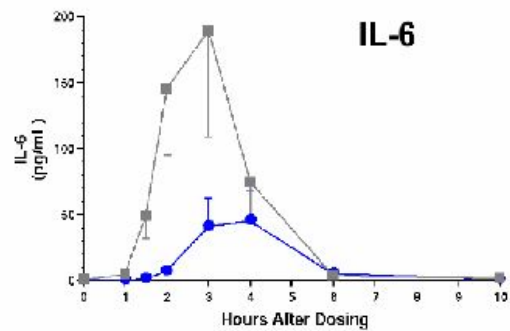
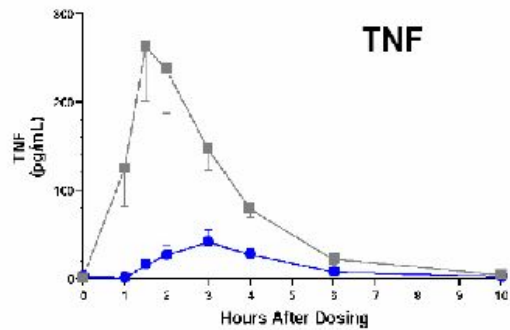
- Large Safety Database
- Potent Endotoxin Neutralization

## Multiple Indications

- POHS, Burns, BMT
- BioDefense - ARS

## Clinical Plan

- IST for POHS Underway
- Burns and BMT IST's Soon
- EU Orphan Drug Application

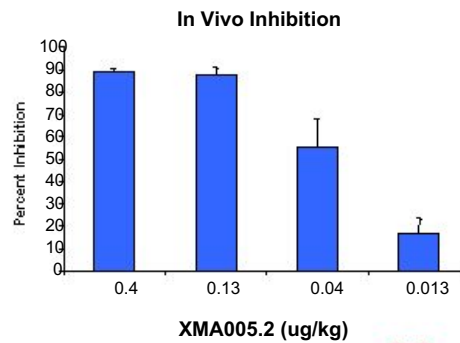
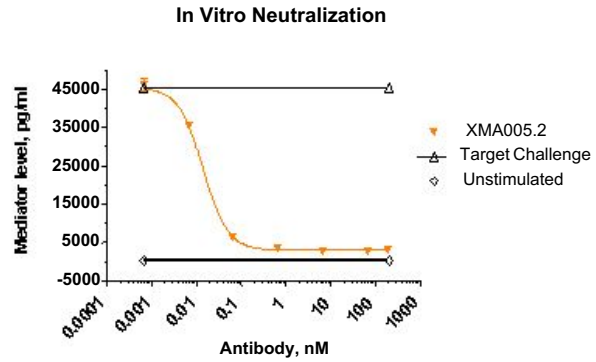


NASDAQ: XOMA

XOMA

# XMA005.2

- Potent Anti-inflammatory mAb
- Multiple Indications
  - RA, OA, Others
- Product
  - Human Engineered™
  - High Affinity mAb – 300 fM
  - Potent Inhibitory Activity
  - Target Monthly Dosing
- Preclinical Stage
  - Planned IND - Q406
  - Phase I - Q107



NASDAQ: XOMA

**XOMA**

---

# Pipeline Summary

---

## ▪ Marketed Product

- RAPTIVA® for Moderate-to-Severe Plaque Psoriasis

## ▪ Clinical Stage Programs

- RAPTIVA® (Phase II) – Atopic Dermatitis
- CHIR-12.12 – CLL, MM
- rBPI<sub>21</sub>/NEUPREX – POHS, Burns, BMT

## ▪ Growing Early-Stage Pipeline

- XMA005.2
- Multiple Oncology  
Candidates
- Metabolic mAb

## ▪ Technology Licenses-related Products

- CIMZIA™
- Lucentis™

***XOMA***  
*Building a Strong and  
Diverse Therapeutic  
Antibody Product Pipeline.*

NASDAQ: XOMA

**XOMA**

16



---

# 2006 Catalysts

---

- **RAPTIVA® – Market Penetration**
- **CMO Deals – NIAID, Cubist**
- **CIMZIA™ and Lucentis™ Royalty Possibilities**
- **CHIR-12.12 – Clinical Progress**
- **rBPI<sub>21</sub>/NEUPREX – Additional IST's**
- **Business Development Initiatives**
- **Registration / Exchange Offer for Convertible Debt**
- **Revenue Growth, Reductions in Spending and Cash Burn, Size of Pipeline**

NASDAQ: XOMA

The logo for XOMA, featuring the word "XOMA" in a stylized, red, sans-serif font. The letter "X" is slightly larger and more prominent than the other letters.

17

---

# “Right Place, Right Time, By Design”

---

- **Maintain Leadership in Therapeutic Antibodies**
- **Leverage Technologies, Infrastructure and Capabilities**
  - **Grow Pipeline**
  - **Grow Revenues**
- **Manage Development and Financial Risks**

*A Premier Therapeutic Antibody  
Company*

NASDAQ: XOMA

**XOMA**

18

---

\*  
\*  
\*

# XOMA

*A Leader in Therapeutic Antibodies*