

---

---

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

---

**FORM 8-A**

---

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF  
THE SECURITIES EXCHANGE ACT OF 1934

---

**XOMA CORPORATION**  
(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction of incorporation or organization)

2200 Powell St., Ste 310 Emeryville, CA  
(Address of principal executive offices)

52-2154066  
(I.R.S. Employer Identification No.)

94608-1818  
(Zip Code)

**Securities to be registered pursuant to Section 12(b) of the Act:**

<u>Title of each class to be so registered</u>	<u>Name of each exchange on which each class</u>
8.625% Series A Cumulative Perpetual Preferred Stock, par value \$0.05 per share	The Nasdaq Stock Market LLC

---

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

**Securities Act registration statement or Regulation A offering statement file number to which this form relates: File No. 333-223493**

**Securities to be registered pursuant to Section 12(g) of the Act:**

None  
(Title of Class)

---

---

## INFORMATION REQUIRED IN REGISTRATION STATEMENT

### Item 1. Description of Registrant's Securities to be Registered.

The securities registered hereby are shares of XOMA Corporation's (the "Company") 8.625% Series A Cumulative Perpetual Preferred Stock, par value \$0.05 per share and liquidation preference of \$25.00 per share. The description set forth in the section "Description of Series A Preferred Stock" in the Company's prospectus supplement dated December 10, 2020 and in the section "Description of Capital Stock" in the accompanying prospectus that constitutes a part of the Company's Shelf Registration Statement on Form S-3 (File No. 333-223493), which was declared effective by the Securities and Exchange Commission on April 5, 2018, are incorporated herein by reference.

### Item 2. Exhibits.

The following exhibits are filed as a part of this Registration Statement:

<u>Exhibit Number</u>	<u>Exhibit Description</u>	<u>Form</u>	<u>SEC File No.</u>	<u>Exhibit</u>	<u>Filing Date</u>
3.1	<a href="#">Certificate of Incorporation of XOMA Corporation</a>	8-K	000-14710	3.1	01/03/2012
3.2	<a href="#">Certificate of Amendment of Certificate of Incorporation of XOMA Corporation</a>	8-K	000-14710	3.1	05/31/2012
3.3	<a href="#">Certificate of Amendment of Amended Certificate of Incorporation of XOMA Corporation</a>	8-K	000-14710	3.1	05/28/2014
3.4	<a href="#">Certificate of Amendment to the Amended Certificate of Incorporation of XOMA Corporation</a>	8-K	000-14710	3.1	10/18/2016
3.5	<a href="#">Certificate of Designation of Preferences, Rights and Limitations of Series X Convertible Preferred Stock</a>	8-K	000-14710	3.1	02/16/2017
3.6	<a href="#">Certificate of Designation of 8.625% Series A Cumulative Perpetual Preferred Stock</a>	8-K	000-14710	3.1	12/11/2020
3.7	<a href="#">By-laws of XOMA Corporation</a>	8-K	000-14710	3.2	01/03/2012
4.1	Reference is made to Exhibits 3.1, 3.2, 3.3, 3.4, 3.5, 3.6 and 3.7				
4.2	<a href="#">Specimen of Common Stock Certificate</a>	8-K	000-14710	4.1	01/03/2012
4.3	<a href="#">Form of Warrant (February 2016 Warrant)</a>	10-Q	000-14710	4.9	05/04/2016
4.4	<a href="#">Form of Warrant (May 2018 Warrant)</a>	10-Q	000-14710	4.6	08/07/2018
4.5	<a href="#">Form of Warrant (March 2019 Warrant)</a>	10-Q	000-14710	4.7	05/06/2019

---

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: December 11, 2020

**XOMA Corporation**

By: /s/ Thomas Burns  
Thomas Burns  
Senior Vice President, Finance and Chief Financial Officer