

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

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event Reported): October 6, 2021**

**XOMA CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**DELAWARE**  
(State or Other Jurisdiction  
of Incorporation)

**001-39801**  
(Commission  
File Number)

**52-2154066**  
(I.R.S. Employer  
Identification Number)

**2200 Powell Street, Suite 310, Emeryville, California 94608**  
(Address of Principal Executive Offices) (Zip Code)

**(510) 204-7200**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

| Title of each class:  | Trading<br>symbol(s): | Name of each exchange<br>on which registered: |
|---|-----------------------|---|
| <b>Common Stock, \$0.0075 par value per share</b>   | <b>XOMA</b>           | <b>The Nasdaq Global Market</b>               |
| <b>8.625% Series A Cumulative Perpetual Preferred<br/>Stock, par value \$0.05 per share</b>   | <b>XOMAP</b>          | <b>The Nasdaq Global Market</b>               |
| <b>Depository Shares (each representing 1/1000th<br/>interest in a share of 8.375% Series B Cumulative<br/>Perpetual Preferred Stock, par value \$0.05 per<br/>share)</b> | <b>XOMAO</b>          | <b>The Nasdaq Global Market</b>               |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 1.01 Entry into a Material Definitive Agreement.**

On October 6, 2021, XOMA (US) LLC (“XOMA”), a wholly-owned subsidiary of XOMA Corporation (the “Company”), entered into a commercial payment purchase agreement (the “Agreement”) with Affitech Research AS, a Norwegian biotech company (“Affitech”). Pursuant to the Agreement, XOMA has purchased a future stream of commercial payment rights to Roche’s faricimab from Affitech for \$6 million. XOMA is eligible to receive an economic interest of 0.50% of net sales of faricimab for a ten-year period following first commercial sales in each applicable jurisdiction. XOMA may pay up to an additional \$20 million to Affitech based upon the achievement of certain regulatory and sales milestones.

The Agreement contains certain covenants, representations and warranties regarding Affitech’s rights and obligations with respect to the existing licenses and customary covenants and representations for a transaction of this nature.

The description of the Agreement contained herein does not purport to be complete and is qualified in its entirety by reference to such Agreement, a copy of which will be filed as an exhibit to the Company’s Annual Report on Form 10-K for the period ending December 31, 2021.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**XOMA CORPORATION**

Date: October 7, 2021

By: /s/ THOMAS BURNS

Thomas Burns

Senior Vice President, Finance and Chief Financial Officer