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

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**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**XOMA CORPORATION**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
  - Fee paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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# Your **Vote** Counts!

**XOMA CORPORATION**

2023 Annual Meeting

Vote by May 16, 2023 11:59 PM ET. For shares held in a Plan, vote by May 15, 2023 11:59 PM ET.

XOMA CORPORATION  
ATTN: THOMAS BURNS  
2200 POWELL STREET, SUITE 310  
EMERYVILLE, CA 94608



V06327-P89225

## You invested in XOMA CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 17, 2023.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 3, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

May 17, 2023  
9:00 AM PDT

**Vote Virtually at the Meeting:** To vote during the Meeting go to [www.virtualshareholdermeeting.com/XOMA2023](http://www.virtualshareholdermeeting.com/XOMA2023). Have the control number that is printed in the box available and follow the instructions.

**Vote Before the Meeting by Internet:** To vote now by internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the control number that is printed in the box available and follow the instructions.

**Vote Before the Meeting by Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

**Vote Before the Meeting by Phone:** You can vote by phone by dialing 1-800-690-6903 using any touch-tone telephone.

\*Please check the meeting materials for any special requirements for meeting attendance.

## Vote at [www.ProxyVote.com](http://www.ProxyVote.com)

### THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Heather L. Franklin      05) Joseph M. Limber 02) Natasha Hernday      06) Matthew D. Perry 03) Owen Hughes          07) Jack L. Wyszomierski 04) Barbara Kosacz	✓ For
2. To approve an amendment to the XOMA Corporation Amended and Restated 2010 Long Term Incentive and Stock Award Plan to increase the aggregate number of shares of common stock authorized for issuance thereunder by 709,000 shares;	✓ For
3. To ratify the selection by the Audit Committee of the Board of Deloitte & Touche LLP as the independent registered public accounting firm of XOMA for its fiscal year ending December 31, 2023;	✓ For
4. To approve, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the proxy statement; and	✓ For
5. To indicate, on an advisory basis, the preferred frequency of stockholder advisory votes on the compensation of the Company's named executive officers.	3 Years

**NOTE:** To transact such other business as may properly come before the annual meeting or any adjournment.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".