FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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|   | OMB Number:              | 3235-0287 |
|---|--------------------------|-----------|
| ı | Estimated average burden |           |
| ı | hours per response:      | 0.5       |

| Check this box if no longer subject to   |
|--|
| Section 16. Form 4 or Form 5 obligations |
| may continue. See Instruction 1(b).      |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person      Kosacz Barbara    |  |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol XOMA Corp [ XOMA ]   |  | ionship of Reporting Person(s)<br>all applicable)<br>Director | to Issuer             |  |  |  |
|---|--|----------|---|--|---|-----------------------|--|--|--|
| (Last) (First) (Middle)                                     |  | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/17/2023   | A  | Officer (give title below)                                    | Other (specify below) |  |  |  |
| C/O XOMA CORPORATION 2200 POWELL STREET, SUITE 310 (Street) |  |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |   |                       |  |  |  |
| EMERYVILLE CA 94608   |  | 94608    | Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the |  |   |                       |  |  |  |
| (City) (State) (Zip)  |  | (Zip)    | affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.   |  |   |                       |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transac<br>Code (Ir<br>8) |  | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               | Securities<br>Beneficially Owned<br>Following Reported | 6. Ownership<br>Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4) | Beneficial<br>Ownership |            |
|---------------------------------|--|---|---------------------------------|--|--|---------------|--|---|-------------------------|------------|
|                                 |  |   | Code V                          |  | Amount   | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)                                |                         | (Instr. 4) |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security (Instr.<br>3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transac<br>Code (In<br>8) |   |        |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security (Instr.<br>3 and 4) |                                     | Derivative | Reported                     | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|---------------------------------|---|--------|-----|--|--------------------|--|-------------------------------------|------------|------------------------------|--|--|
|   |   |  |   | Code                            | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of Shares |            | Transaction(s)<br>(Instr. 4) |  |  |
| Non-Qualified<br>Share Option<br>(right to buy)     | \$21.39   | 05/17/2023                                 |   | A                               |   | 10,967 |     | (1)  | 05/17/2033         | Common<br>Shares   | 10,967                              | \$0        | 10,967                       | D  |  |

## Explanation of Responses:

#### Remarks:

/s/ Thomas Burns, Attorney-in-Fact for Barbara Kosacz 05/19/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>1.</sup> The shares subject to this option shall vest and become exercisable in equal monthly installments over the 12-month period following the date of grant (May 17, 2023), provided that the final installment will occur on the earlier of (i) the date of the next annual meeting of the Company's stockholders or (ii) the first anniversary of the date of grant of such option.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).