Edgar Filing: Xencor Inc - Form 4/A

Xencor Inc											
Form 4/A	1.5										
June 24, 20	ЛЛ								OMB AP	PROVAL	
	VI 4 UNITED	STATES					NGE CO	MMISSION	OMB	3235-0287	
Check t	his box		Wa	ashington,	D.C. 205	549			Number:	January 31,	
if no lo		MENT OI	F CHANGES IN BENEFICIAL OWNERS					ERSHIP OF	Expires:	2005	
subject Section	10	SECURITIES						Estimated average burden hours per			
Form 4	Form 4 or							response 0.5			
Form 5 obligati	000						•	Act of 1934,			
may continue. 20(h) of the Invistment Company Act of 1955 of Section											
<i>See</i> Inst 1(b).	nuction	()			r	,					
(Print or Type	Responses)										
(The of Type	(Responses)										
	Address of Reporting Edgardo Jr	8				0	5. Relationship of Reporting Person(s) to ssuer				
			Xencor Inc [XNCR]				(Check all applicable)				
(Last)	(First) (Middle)		of Earliest Tra	insaction			(
C/O XENCOR, INC., 111 WEST			(Month/Day/Year) 06/15/2015				Director 10% Owner _X Officer (give title Other (specify				
LEMON A						below) below) Chief Business Officer					
	(Street)		4. If Amendment, Date Original				6.	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year) A				Applicable Line)				
00/13/2015					_2	_X_ Form filed by One Reporting Person Form filed by More than One Reporting					
MONKOV	'IA, CA 91016						Pe	erson		C	
(City)	(State)	(Zip)	Ta	ble I - Non-D	erivative S	Securi	ties Acquir	red, Disposed of,	or Beneficially	y Owned	
1.Title of		n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)		3. T	4. Securities Acquired (A or Disposed of (D) (Instr. 3, 4 and 5)				6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)			Code				Securities Beneficially	Form: I Direct (D) 0	Indirect Beneficial	
				(Instr. 8)				Owned Following		Ownership	
						()		Reported	(I)	(Instr. 4)	
						(A) or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
				Code V	Amount	(D)	Price ¢	(msu. 5 and 4)			
Common Stock (1)	06/15/2015 <u>(1)</u>			S(1)(2) (1)	1,277 $(1) (3)$	D (1)	\$ 19.8502 (1)	0 (1)	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Baracchini Edgardo Jr C/O XENCOR, INC. 111 WEST LEMON AVENUE MONROVIA, CA 91016			Chief Business Officer				
Signatures							
/s/ Lloyd Rowland, Attorney-in-Fact		06/24/2015					
**Signature of Reporting Person		Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This Form 4 Amendment is being filed solely to add the Power of Attorney.
- (2) Reported transaction occured pursuant to a Rule 10b5-1 Plan adopted March 13, 2015.
- (3) 1,277 shares of Common Stock were acquired by the Reporting Person on 6/10/2015 pursuant to the Issuer's Employee Stock Purchase Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.