

XOMA Corp
Form SC 13G/A
February 12, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

XOMA CORPORATION

(Name of Issuer)

COMMON STOCK, \$0.0075 PAR VALUE PER SHARE

(Title of Class of Securities)

98419J107

(CUSIP Number)

31 DECEMBER 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☒ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

EASTERN CAPITAL LIMITED

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

- 3 SEC USE ONLY

- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

- 5 SOLE VOTING POWER

-0-

NUMBER OF
SHARES
BENEFICIALLY

- 6 SHARED VOTING POWER

7,985,790

OWNED BY
EACH REPORTING
PERSON WITH

- 7 SOLE DISPOSITIVE POWER

-0-

- 8 SHARED DISPOSITIVE POWER

7,985,790

- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,985,790

- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

- 11 PERCENT OF CLASS REPRESENTED IN ROW (9)

8.5%

- 12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

PORTFOLIO SERVICES LTD.

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

- 3 SEC USE ONLY

- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

- 5 SOLE VOTING POWER

-0-

- NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH REPORTING
PERSON WITH
- 6 SHARED VOTING POWER
- 7,985,790

- 7 SOLE DISPOSITIVE POWER
- 0-

- 8 SHARED DISPOSITIVE POWER

7,985,790

- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,985,790

- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

- 11 PERCENT OF CLASS REPRESENTED IN ROW (9)

8.5%

- 12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

KENNETH B. DART

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)

- 3 SEC USE ONLY

- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

- 5 SOLE VOTING POWER

-0-

- NUMBER OF
SHARES
BENEFICIALLY
- 6 SHARED VOTING POWER
- 7,985,790

- OWNED BY
EACH REPORTING
PERSON WITH
- 7 SOLE DISPOSITIVE POWER
- 0-

- 8 SHARED DISPOSITIVE POWER

7,985,790

- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,985,790

- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

- 11 PERCENT OF CLASS REPRESENTED IN ROW (9)

8.5%

- 12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

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Item 1(a) Name of Issuer:

XOMA CORPORATION.

Item 1(b) Address of Issuer's Principal Executive Offices:

2910 SEVENTH STREET, BERKELEY, CALIFORNIA 94710..

Item 2(a) Name of Person Filing:

1) EASTERN CAPITAL LIMITED

Eastern Capital Limited is a direct wholly owned subsidiary of Portfolio Services Ltd., a Cayman Islands company.

2) PORTFOLIO SERVICES LTD.

Portfolio Services Ltd. is a holding company which owns all of the outstanding shares of Eastern Capital Limited, a Cayman Islands company.

3) KENNETH B. DART

Mr. Dart is the beneficial owner of all of the outstanding shares of Portfolio Services Ltd., which in turns owns all the outstanding shares of Eastern Capital Limited.

Item 2(b) Address of Principal Business Office or, if none, Residence:

1) 10 Market Street, #773

Camana Bay

Grand Cayman, KY1-9006 CAYMAN ISLANDS

2) 10 Market Street, #773

Camana Bay

Grand Cayman, KY1-9006 CAYMAN ISLANDS

3) P.O. Box 31300

Grand Cayman, KY1-1206 CAYMAN ISLANDS

Item 2(c) Citizenship:

1) CAYMAN ISLANDS

2) CAYMAN ISLANDS

3) BRITISH OVERSEAS TERRITORY CITIZEN CAYMAN ISLANDS

Item 2(d) Title of Class of Securities:

Common Stock, \$0.0075 par value per share

Item 2(e) CUSIP No.:

98419J107

Item 3

If this statement is filed pursuant to §§240.13d1(b) or 240.13d 2(b) or (c), check whether the person filing is a:

- (a) " Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) " Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) " Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) " Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) " An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) " A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) " A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) " A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (j) " Group, in accordance with §240.13d-1(b)(1)(ii)(J).

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Item 4 Ownership:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

The percentage ownership noted in this Schedule 13G is based on 93,077,887 shares outstanding as of November 5, 2013 as reported in the Issuer 10-Q filed with the SEC on November 7, 2013, plus 1,136,363 shares underlying warrants to purchase shares of the Issuer common stock held by Eastern Capital Limited that are currently exercisable.

As of the date of this filing, Eastern Capital Limited, Portfolio Services Ltd. and Mr. Dart beneficially own in the aggregate the following:

- | | |
|-------|---|
| (a) | Amount beneficially owned: 7,985,790 |
| (b) | Percent of class: 8.5% |
| (c) | Number of shares as to which such person has: |
| (i) | Sole power to vote or direct the vote: -0- |
| (ii) | Shared power to vote or direct the vote:
7,985,790 |
| (iii) | Sole power to dispose or direct the disposition:
-0- |
| (iv) | Shared power to dispose or direct the
disposition: 7,985,790 |

Instruction. For computations regarding securities which 3(d)(1).represent a right to acquire an underlying security see §240.13d

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Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof each of the Reporting Persons has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

Instruction. Dissolution of a group requires a response to this item.

Item 6 Ownership of More Than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable.

Item 8 Identification and Classification of Members of the Group:

Not Applicable.

Item 9 Notice of Dissolution of Group:

Not Applicable.

Item 10 Certification:

(a) The following certification shall be included if the statement is filed pursuant to §240.13d-1(c):

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

EASTERN CAPITAL
LIMITED

February 12, 2014
Date

/s/ Kenneth B. Dart
Signature

Kenneth B. Dart, Director
Name/Title

PORTFOLIO SERVICES
LTD.

February 12, 2014
Date

/s/ Kenneth B. Dart
Signature

Kenneth B. Dart, Director
Name/Title

KENNETH B. DART

February 12, 2014
Date

/s/ Kenneth B. Dart
Signature

Kenneth B. Dart
Name/Title