

RAY DEBANJAN  
Form 4  
March 05, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RAY DEBANJAN

2. Issuer Name and Ticker or Trading Symbol  
CytomX Therapeutics, Inc. [CTMX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O CYTOMX THERAPEUTICS,  
INC., 151 OYSTER POINT BLVD.,  
SUITE 400

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2018

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Chief Financial Officer

(Street)  
SOUTH SAN  
FRANCISCO, CA 94080

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V Amount Price			
Common Stock	03/01/2018		M	13,000	A	\$ 1.2599 17,741	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2018		S <sup>(1)</sup>	13,000	D	\$ 29.4032 4,741	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/02/2018		M	5,515	A	\$ 1.2599 10,256	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/02/2018		S <sup>(1)</sup>	5,515	D	\$ 30.059 4,741	D	Indirect Beneficial Ownership (Instr. 4)

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Common Stock	03/02/2018	M	14,485	A	\$ 1.1339	19,226	D
Common Stock	03/02/2018	S <sup>(1)</sup>	12,541	D	\$ 30.411 (4)	6,685	D
Common Stock	03/02/2018	S <sup>(1)</sup>	1,944	D	\$ 31.015 (5)	4,741	D

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

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(9-02)

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

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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 1.2599	03/01/2018		M	13,000	(6) 12/10/2023	Common Stock	13,000
Stock Option (Right to Buy)	\$ 1.2599	03/02/2018		M	5,515	(6) 12/10/2023	Common Stock	5,515
Stock Option (Right to Buy)	\$ 1.1339	03/02/2018		M	14,485	(6) 09/13/2021	Common Stock	14,485

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAY DEBANJAN C/O CYTOMX THERAPEUTICS, INC.			Chief Financial Officer	

151 OYSTER POINT BLVD., SUITE 400  
SOUTH SAN FRANCISCO, CA 94080

## Signatures

/s/ Debanjan  
Ray

03/05/2018

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) The sale was effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.  

The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$29.00 to \$29.81, inclusive. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- (2) The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$30.00 to \$30.38, inclusive. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- (3) The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$30.00 to \$30.99, inclusive. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- (4) The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$31.00 to \$31.09, inclusive. The Reporting Person hereby undertakes to provide to the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
- (5) 100% of the shares subject to the option are fully vested and exercisable.

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

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