SEC Form 4	
------------	--

 $\square$ 

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

			or design es(if) of the investment company rist of 1946						
1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CytomX Therapeutics, Inc.</u> [ CTMX ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>McCarthy Sean A.</u>			<u></u>	X	Director	10% Owner			
(Last) (First) (Middle) 343 OYSTER POINT BLVD.		(Middle)		x	Officer (give title below)	Other (specify below)			
		(	3. Date of Earliest Transaction (Month/Day/Year) 11/01/2018		President and	1 CEO			
SUITE 100									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filir	ng (Check Applicable			
SOUTH SAN	CA	94080		X	Form filed by One Reporting Person				
FRANCISCO					Form filed by More than One Reportir 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)	3.4. Securities Acquired (A) orTransaction Code (Instr. 8)Disposed Of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock	11/01/2018		M <sup>(1)</sup>		5,370	A	\$1.5749	87,433	D	
Common Stock	11/01/2018		S <sup>(1)</sup>		100	D	\$15.005	87,333	D	
Common Stock	11/01/2018		S <sup>(1)</sup>		5,270	D	\$15	82,063	D	
Common Stock	11/02/2018		M <sup>(1)</sup>		1,156	A	\$1.5749	83,219	D	
Common Stock	11/02/2018		<b>S</b> <sup>(1)</sup>		1,156	D	<b>\$15.007</b> <sup>(3)</sup>	82,063	D	

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

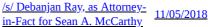
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) o Disp of (E (Inst	of Expiratio				7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$1.5749	11/01/2018		M <sup>(1)</sup>			5,370	(2)	02/08/2025	Common Stock	5,370	\$0	137,227	D	
Stock Option (Right to Buy)	\$1.5749	11/02/2018		<b>M</b> <sup>(1)</sup>			1,156	(2)	02/08/2025	Common Stock	1,156	\$0	136,071	D	

#### Explanation of Responses:

1. The transactions reported herein were effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.

2. This option vests in 48 substantially equal monthly installments starting on the last day of January 2015.

3. This transaction was executed in multiple trades in prices ranging from \$15.00 to \$15.02, inclusive. The price reported in Column 4 above reflects the weighted average sale price. 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.



\*\* Signature of Reporting Person Date

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

\* 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).

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.