

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden 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).

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

1. Name and Address of Reporting Person* <u>Canaan IX L.P.</u>			2. Issuer Name and Ticker or Trading Symbol <u>CytomX Therapeutics, Inc. [CTMX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/14/2015</u>			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
<u>285 RIVERSIDE AVENUE, SUITE 250</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>WESTPORT CT 06880</u>								
(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) (Instr. 3, 4 and 5)			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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
<u>Common Stock</u>	<u>10/14/2015</u>		<u>C</u>		<u>4,884,755</u>	<u>A</u>	<u>(1)(3)</u>	<u>4,884,755</u>	<u>I</u>	<u>See Footnote(2)</u>	

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 (Instr. 8)		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	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				
<u>Series B-1 Redeemable Convertible Preferred Stock</u>	<u>(1)</u>	<u>10/14/2015</u>		<u>C</u>		<u>3,566,337</u>		<u>(1)</u>	<u>(1)</u>	<u>Common Stock</u>	<u>3,566,337</u>	<u>(1)</u>	<u>0</u>	<u>I</u>	<u>See Footnote(2)</u>
<u>Series C Redeemable Convertible Preferred Stock</u>	<u>(3)</u>	<u>10/14/2015</u>		<u>C</u>		<u>1,318,418</u>		<u>(3)</u>	<u>(3)</u>	<u>Common Stock</u>	<u>1,318,418</u>	<u>(3)</u>	<u>0</u>	<u>I</u>	<u>See Footnote(2)</u>

1. Name and Address of Reporting Person* <u>Canaan IX L.P.</u>		
(Last)	(First)	(Middle)
<u>285 RIVERSIDE AVENUE, SUITE 250</u>		
(Street) <u>WESTPORT CT 06880</u>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person* <u>Canaan Partners IX LLC</u>		
(Last)	(First)	(Middle)
<u>285 RIVERSIDE AVENUE, SUITE 250</u>		
(Street) <u>WESTPORT CT 06880</u>		
(City)	(State)	(Zip)

Explanation of Responses:

- Immediately prior to the issuer's initial public offering ("IPO") on October 14, 2015, each share of the issuer's Series B-1 convertible preferred stock, which has no expiration date, automatically converted into one (1) share of the issuer's Common Stock, for no additional consideration.
- The shares are held directly by Canaan IX L.P. (the "Canaan Fund"). The sole general partner of the Canaan Fund is Canaan Partners IX LLC ("Canaan IX", and together with the Canaan Fund, the "Canaan Entities"), and each may be deemed to have sole voting, investment and dispositive power with respect to the shares held by the Canaan Fund. Timothy Shannon, a non-managing member of Canaan IX, serves as representative of the Canaan Entities on the issuer's board of directors. Canaan IX disclaims Section 16 beneficial ownership of the securities held by the Canaan Fund, except to the extent of its pecuniary interest therein, if any.
- Immediately prior to the issuer's IPO on October 14, 2015, each share of the issuer's Series C convertible preferred stock, which has no expiration date, automatically converted into one (1) share of the issuer's

Common Stock, for no additional consideration.

Remarks:

EXHIBIT 99 Joint Filer Information filed herewith and Exhibit 24-Power of Attorney (incorporated herein by reference to the Power of Attorney filed as Exhibit 24 to the Form 3 by the Reporting Persons on October 7, 2015).

Canaan IX L.P., By: Canaan
Partners IX LLC, its general
partner, By: /s/ Jaime Slocum, 10/16/2015
Attorney-in-Fact

Canaan Partners IX LLC, By: /s/
Jaime Slocum, Attorney-in-Fact 10/16/2015

** 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.

FORM 4 JOINT FILER INFORMATION

Names of Joint Filers:

Canaan IX L.P.

Canaan Partners IX LLC

Address of Joint Filers:

c/o Canaan Partners
285 Riverside Avenue, Suite 250
Westport, CT 06880

Designated Filer:

Canaan IX L.P.

Issuer and Ticker Symbol:

CytomX Therapeutics, Inc. [CTMX]

Date of Event:

October 14, 2015

Signatures of Joint Filers:

Canaan IX L.P.

By: Canaan Partners IX LLC

Its General Partner

By: /s/ Jaime Slocum

Attorney-in-Fact

Canaan Partners IX LLC

By: /s/ Jaime Slocum

Attorney-in-Fact