## FORM 4

obligations may continue. See

Instruction 1(b)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5

Ī	OMB APPROVAL		
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or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person CytomX Therapeutics, Inc. [ CTMX ] **GLUCK FREDERICK W** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 10/14/2015 743 SAN YSIDRO ROAD 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) **SANTA** X Form filed by One Reporting Person 93108 CA **BARBARA** Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2A. Deemed Execution Date, 1. Title of Security (Instr. 3) 2. Transaction 5. Amount of 6. Ownership 7. Nature Transaction Securities Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) (D) or Indirect (I) (Instr. 4) Code (Instr Beneficially Beneficial Owned Following 8) Ownership Reported (Instr. 4) (A) oı (D) Transaction(s) Code Amount Price (Instr. 3 and 4) Common Stock 10/14/2015 10,000 A \$12 147,791 D p By Richlin 5,000 Common Stock 10/14/2015 5,000 A \$12 T Partners, LLC<sup>(1)</sup> By Common Stock 3,200 T spouse Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 6. Date Exercisable and 9. Number of 3. Transaction 3A. Deemed 5. Number 7. Title and 8. Price of 11. Nature 10. Derivative Security (Instr. 3) Conversion Amount of Securities of Indirect Execution Date Transaction Expiration Date (Month/Day/Year) derivative Securities Ownership (Month/Day/Year) Derivative or Exercise Code (Instr. Beneficial if any Security Form: (Month/Day/Year) Price of Derivative Securities Underlying Derivative (Instr. 5) Beneficially Direct (D) Ownership or Indirect (I) (Instr. 4) (Instr. 4) Acquired Owned (A) or Security (Instr. 3 Security Following Disposed and 4) Reported Transaction(s) of (D) (Instr. 3. 4 (Instr. 4) and 5) Amount

## **Explanation of Responses:**

1. Richlin Partners, LLC is an entity owned of record by the spouse of Frederick W. Gluck.

Exhibit 24.1 - Power of Attorney (incorporated by reference to the Power of Attorney filed as Exhibit 24.1 to the Form 3 filed by the reporting person on October 7, 2015)

/s/ Cynthia J. Ladd, attorney-

Number

Shares

10/16/2015

Date

in-fact

Title

Expiration

Date

\*\* Signature of Reporting Person

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).

Code

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.

(D)

Exercisable

(A)