

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>GLUCK FREDERICK W</u> (Last) (First) (Middle) 743 SAN YSIDRO ROAD (Street) SANTA CA 91308 BARBARA (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>CytomX Therapeutics, Inc. [ CTMX ]</u>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 08/09/2016					
			<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		

**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			
Common Stock	08/09/2016		M		31,767	A	\$1.1339	179,558	D	
Common Stock	08/09/2016		M		16,612	A	\$0.945	196,170	D	
Common Stock	08/09/2016		M		27,606	A	\$1.4489	223,776	D	
Common Stock	08/09/2016		M		17,139	A	\$1.5749	240,915	D	
Common Stock								331,643	I	By Frederick W. Gluck 1997 Family Trust dtd July 28, 1997 <sup>(1)</sup>
Common Stock								22,111	I	By Richlin Partners, LLC <sup>(2)</sup>
Common Stock								3,200	I	By spouse

**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
Stock Option (right to buy)	\$1.1339	08/09/2016		M			31,767	(3)	03/23/2021	Common Stock	31,767	\$0.00	0	D	
Stock Option (right to buy)	\$0.945	08/09/2016		M			16,612	(3)	02/25/2023	Common Stock	16,612	\$0.00	0	D	
Stock Option (right to buy)	\$1.4489	08/09/2016		M			27,606	(3)	05/23/2024	Common Stock	27,606	\$0.00	0	D	
Stock Option (right to buy)	\$1.5749	08/09/2016		M			17,139	(3)	02/08/2025	Common Stock	17,139	\$0.00	0	D	

**Explanation of Responses:**

1. The Reporting Person is a trustee of Frederick W. Gluck 1997 Family Trust dtd July 28, 1997.
2. Richlin Partners, LLC is an entity owned of record by the spouse of the Reporting Person.
3. 100% of the shares subject to the option are fully vested and exercisable.

/s/ Cynthia J. Ladd, as  
Attorney-in-Fact for Frederick 08/11/2016  
W. Gluck

\*\* 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.**