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	STATEMENT OF CHANG
Instruction 1(b).	Filed nursuant to Section 1

## GES IN BENEFICIAL OWNERSHIP

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

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

Name and Address of Reporting Person*     Desjarlais John R					2. Issuer Name and Ticker or Trading Symbol Xencor Inc [ XNCR ]								Check	all app	licable) tor	ng Pe	10% O	wner
`	,	/liddle	)		3. Date of Earliest Transaction (Month/Day/Year) 03/09/2023								X	below	<i>(</i> )	SID	below)	
				4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								′					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date			Year)	Execution Date,								i 5)	Beneficially Owned Following		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price		Transa	saction(s)			(11341.4)
Common Stock 03/09/20		)23	23		S		1,230(1)	D	\$29.8	.8793		47,726		D				
	Tal	ole II												Owne	d			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year) 8		Code (8)	nsaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)  Date Expiration		or Number of		Deri Sec	erivative curity setr. 5) derivative Securities Beneficial Owned Following Reported		у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fin NCOR, INCOR, INCOR	(First) (NNCOR, INC.  OVIA CA 9  (State) (Z  Table  Security (Instr. 3)  Stock  Tal  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle NCOR, INC.  OVIA CA 91016  (State) (Zip)  Table I - N  Security (Instr. 3)  Stock  Table II  Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  NCOR, INC.  OVIA CA 91016  (State) (Zip)  Table I - Non-Derivation Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Conversion or Exercise Price of Derivative (Month/Day/Year)  (Middle)  (Zip)  Table II - Non-Derivative (Amonth/Day/Year)	(First) (Middle)  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Stock  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Security (Instr. 3)  2. Transaction Date (Instr. 3)  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)	(First) (Middle)  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Security (Instr. 3)  Table II - Derivative Security (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, calls, vertically family (Month/Day/Year)  3. Date of E 03/09/2023  2. Transaction Date (e.g., puts, calls, vertically family (month/Day/Year)  3. Date of E 03/09/2023  4. Transaction Code (Instr. 8)	(First) (Middle)  (Kiste) (VIA CA 91016  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Table II - Derivative Securities (e.g., puts, calls, warra (more Exercise Price of Derivative Security (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest 03/09/2023  2. Transaction Date (e.g., puts, calls, warra (e.g., puts, calls, warra (e.g., puts, calls, warra (month/Day/Year)  3. Date of Earliest 03/09/2023  2. Transaction Date (e.g., puts, calls, warra (e.g., puts, calls, put	Ais John R  (First) (Middle)  NCOR, INC.  Table I - Non-Derivative Securities Actification Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquice.g., puts, calls, warrants  2. Transaction Date (E.g., puts, calls, warrants)  Table II - Derivative Securities Acquice.g., puts, calls, warrants  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  3. Date of Earliest Tran 03/09/2023  4. If Amendment, Date Execution Date, if any (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  Stock  3. Transaction Date if any (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Security (Instr. 3)   Security (Instr. 3)	Conversion Or Exercise of Date Or Exercise of Date Or Exercise of Derivative Security (Month/Day/Year)   Security	Code (Instr. 3)   Stock   California   Cal	Xencor Inc   XNCR	Code   Namount of Exercise   Stock   Cap   Stock   Cap	Check   Stock   Stoc	Xencor Inc   XNCR	Xencor Inc   XNCR     Xencor Inc   XNCR     Xencor Inc   XNCR   Xencor Inc   Xenc	Xencor Inc   Xen	Xencor Inc   Xen

## **Explanation of Responses:**

1. Represents the disposition of shares that were sold to pay withholding taxes upon vesting of 3,474 restricted stock units.

/s/ Celia E. Eckert, Attorney-03/13/2023 in-Fact

\*\* 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.

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