

XENCOR, INC.
111 West Lemon Avenue
Monrovia, California 91016

October 3, 2016

VIA EDGAR

United States Securities and Exchange Commission
Division of Corporation Finance
100 F Street, N.E.
Washington, D.C. 20549

Re: Xencor, Inc. (the "Company")
Registration Statement on Form S-3 (File No. 333-213700)

Acceleration Request

Requested Date:	Wednesday, October 5, 2016
Requested Time:	4:30 P.M. Eastern Time

Ladies and Gentlemen:

Pursuant to Rule 461 under the Securities Act of 1933, as amended, the undersigned registrant hereby requests that the Securities and Exchange Commission (the "**Commission**") take appropriate action to cause the above-referenced Registration Statement on Form S-3 to become effective at 4:30 p.m. Eastern Time on October 5, 2016 or as soon thereafter as is practicable.

In connection with this request, the Company acknowledges that:

- should the Commission or the staff of the Commission (the "**Staff**"), acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing;
- the action of the Commission or the Staff, acting pursuant to delegated authority, in declaring the filing effective, does not relieve the Company from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and
- the Company may not assert Staff comments and the declaration of effectiveness as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

If you have any questions regarding this request, please contact Kenneth J. Rollins of Cooley LLP at (858) 550-6136.

Very truly yours,

XENCOR, INC.

/s/ John J. Kuch

John J. Kuch

Vice President, Finance
