Sharp Shalini Form 4 December 23, 2011

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Sharp Shalini Issuer Symbol AGENUS INC [AGEN] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title \_\_ Other (specify C/O ANTIGENICS INC., 162 12/21/2011 below) below) FIFTH AVE., SUITE 900 **CFO** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

#### NEW YORK, NY 10010

(Ctota)

| (City)                               | (State) (  | (Zip) Table | e I - Non-D                            | erivative   | Secur            | rities Acqu  | ired, Disposed of  | or Beneficiall  | y Owned |
|--------------------------------------|--|-------------|--|---|------------------|--|--|---|---------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, any (Month/Day/Year) |             | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) |                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |         |
|                                      |  |             | Code V                                 | Amount  | (A)<br>or<br>(D) | Price  | Transaction(s) (Instr. 3 and 4)                          |   |         |
| Common<br>Stock                      | 12/21/2011   |             | S(1)                                   | 3,087   | D                | \$ 2.238   | •  | D   |         |
| Common stock                         | 12/22/2011   |             | S <u>(1)</u>                           | 1,548   | D                | \$<br>2.1903   | 47,003   | D   |         |
| Common<br>Stock                      | 12/23/2011   |             | S(1)                                   | 795   | D                | \$<br>2.1973   | 46,208   | D   |         |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

### Edgar Filing: Sharp Shalini - Form 4

#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exerc | cisable and | 7. Titl | le and       | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|---------|--------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | orNumber   | Expiration D  | ate         | Amou    | int of       | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/   | Year)       | Under   | lying        | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e             |             | Securi  | ities        | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |             | Securities |               |             | (Instr. | 3 and 4)     |             | Owne   |
|             | Security    |                     |                    |             | Acquired   |               |             |         |              |             | Follo  |
|             |             |                     |                    |             | (A) or     |               |             |         |              |             | Repo   |
|             |             |                     |                    |             | Disposed   |               |             |         |              |             | Trans  |
|             |             |                     |                    |             | of (D)     |               |             |         |              |             | (Instr |
|             |             |                     |                    |             | (Instr. 3, |               |             |         |              |             |        |
|             |             |                     |                    |             | 4, and 5)  |               |             |         |              |             |        |
|             |             |                     |                    |             |            |               |             |         | Amount       |             |        |
|             |             |                     |                    |             |            |               |             |         |              |             |        |
|             |             |                     |                    |             |            | Date          | Expiration  | Title   | or<br>Number |             |        |
|             |             |                     |                    |             |            | Exercisable   | Date        | Title   | of           |             |        |
|             |             |                     |                    | Codo V      | (A) (D)    |               |             |         | Shares       |             |        |
|             |             |                     |                    | Code v      | (A) (D)    |               |             |         | Shares       |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |  |
| Sharp Shalini<br>C/O ANTIGENICS INC.<br>162 FIFTH AVE., SUITE 900<br>NEW YORK, NY 10010 |               |           | CFO     |       |  |  |  |

### **Signatures**

Christine M. Klaskin, by Power of Attorney 12/23/2011

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* 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).
- (1) Represents the sale of shares sold to cover anticipated Federal, state and local tax withholding requirements on future stock award.

  Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

  Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2