

AGENUS INC  
Form 8-K  
June 30, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

June 24, 2014

Date of Report (Date of earliest event reported)

AGENUS INC.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction  
of incorporation)

000-29089  
(Commission  
File Number)

06-1562417  
(IRS Employer  
Identification No.)

3 Forbes Road  
Lexington, MA  
(Address of principal executive offices)

02421  
(Zip Code)

781-674-4400  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officer; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On June 24, 2014, Kerry Wentworth, VP Clinical, Regulatory & Quality, announced that she will resign effective July 10, 2014.

Since 2009 Dr. Garo Armen, Chairman and CEO, at his request and in an effort to conserve the company's limited cash resources, has taken approximately 1/3 of his base salary in the form of company stock. On June 25, 2014 the Compensation Committee of our Board of Directors voted to amend this arrangement and to deliver all of Dr. Armen's base salary in the form of cash on a go forward basis and to set his annual base compensation at \$515,000 effective June 30, 2014.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AGENUS INC.

Date: June 30, 2014

By: /s/ Garo H. Armen

Garo H. Armen  
Chairman & CEO