



**Item 8.01 Other Events.**

Agenus Inc. (“Agenus”) announced today that it has acquired rights to antibodies targeting Carcinoembryonic Antigen Cell Adhesion Molecule 1 (“ceaCAM1”), a glycoprotein expressed on T cell and NK cell lymphocytes from Diatheva s.r.l., an Italian biotech company controlled by SOL S.p.A. ceaCAM1 is overexpressed in melanoma, bladder, lung, colon, pancreas, and gastric cancers and has been shown to modulate innate and adaptive immune suppression in pre-clinical studies. Antibodies targeting ceaCAM1 are thought to have the potential to effectively treat cancer alone or in combination with other checkpoint modulator antibodies, including those in Agenus’ development pipeline. Under the license agreement, Agenus receives exclusive, worldwide rights for development and commercialization of ceaCAM1 antibodies from Diatheva. Agenus is responsible for certain upfront, early development, clinical trial and regulatory milestone payments for the successful development of ceaCAM1 antibodies totaling as much as \$44 million. Diatheva is also eligible to receive additional sales milestones and royalties.

The full text of the press release issued in connection with the announcement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

**Exhibit No.   Description of Exhibit**

99.1            Press Release dated July 20, 2015

---

**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.

Date: July 20, 2015 **AGENUS INC.**

By: /s/ Garo H. Armen  
Garo H. Armen  
Chairman and CEO

---

**EXHIBIT INDEX**

**Exhibit No.   Description of Exhibit**

99.1            Press Release dated July 20, 2015.