

ANTIGENICS INC /DE/
Form 10-Q/A
August 27, 2003

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

AMENDMENT NO. 1

to

FORM 10-Q

**Quarterly report under Section 13 or 15(d)
of the Securities Exchange Act of 1934**

For the Quarterly Period Ended March 31, 2003

Commission File No. 000-29089

Antigenics Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State of Incorporation)

06-1562417
(I.R.S. Employer Identification Number)

630 Fifth Avenue, Suite 2100, New York, New York, 10111
(Address of Principal Executive Offices)

(212) 994-8200
(Registrant's Telephone Number, including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES

NO

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes No

Number of shares outstanding of the registrant's Common Stock as of May 9, 2003: 39,379,327 shares

AMENDMENT NO. 1

We are filing this Amendment No. 1 to our Quarterly Report on Form 10-Q for the quarter ended March 31, 2003, originally filed with the Securities and Exchange Commission on May 15, 2003, solely for the purpose of providing a version of Exhibit 10.2 filed that reflects changes in the information for which we have requested confidential treatment.

ANTIGENICS INC.

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 thereunto duly authorized.

Date: August 27, 2003

ANTIGENICS INC.

/s/ Garo H. Armen

Garo H. Armen Ph.D., Chairman and Chief Executive Officer

/s/ Jeff D. Clark

Jeff D. Clark, Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10.1 | AIA document between Sasso Construction and Antigenics dated March 4, 2003. Previously filed with the initial filing of this Quarterly Report. |
| 10.2(1) | License Agreement between the University of Connecticut Health Center and Antigenics Inc. dated May 25, 2001, as amended on March 18, 2003. Filed herewith. |
| 99.1 | Risk Factors. Previously filed with the initial filing of this Quarterly Report. |
| 99.2 | Section 906 Certification Garo H. Armen. Previously filed with the initial filing of this Quarterly Report. |
| 99.3 | Section 906 Certification Jeff D. Clark. Previously filed with the initial filing of this Quarterly Report. |

(1) Certain confidential material contained in the document has been omitted and filed separately with the Securities and Exchange Commission pursuant to Rule 24b-2 of the Securities Exchange Act of 1934, as amended.