

Wentworth Kerry
Form 4
July 17, 2009

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wentworth Kerry

(Last) (First) (Middle)

C/O ANTIGENICS INC., 162
FIFTH AVENUE, SUITE 900

(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ANTIGENICS INC /DE/ [AGEN]

3. Date of Earliest Transaction
(Month/Day/Year)
07/15/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

VP, Clin., Reg. & Qual.

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 07/14/2009 | | A ⁽¹⁾ | V 115,200 A 136,372 | | D | |
| Common Stock | 07/15/2009 | | S ⁽²⁾ | 13,271 D \$ 1.763 123,101 | | D | |
| Common Stock | 07/16/2009 | | S ⁽²⁾ | 20,302 D \$ 1.618 102,799 | | D | |

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

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number.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|-----------------|--------------|--------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
| Stock Option, right to buy | \$ 6.77 | 07/16/2009 | | J ⁽³⁾ | 40,000 | <u>(3)</u> | | 07/16/2009 | 07/16/2009 | Common Stock | 4 |
| Stock Option, right to buy | \$ 5.13 | 07/16/2009 | | J ⁽³⁾ | 20,000 | <u>(3)</u> | | 07/16/2009 | 07/16/2009 | Common Stock | 2 |
| Stock Option, right to buy | \$ 1.58 | 07/16/2009 | | A | 45,000 | | | 10/16/2009 ⁽⁴⁾ | 07/16/2019 | Common Stock | 4 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wentworth Kerry C/O ANTIGENICS INC. 162 FIFTH AVENUE, SUITE 900 NEW YORK, NY 10010 | | | VP, Clin., Reg. & Qual. | |

Signatures

Christine M. Klaskin, by Power of Attorney
07/17/2009

**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 settlement of restricted stock which was granted on January 14, 2009 in lieu of an annual cash bonus for 2008 performance.
- (2) Represents exclusively, shares sold to cover minimum federal, state and local tax withholding requirements upon the vesting of the restricted shares granted in lieu of an annual cash bonus for 2008 performance.

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- (3) Options cancelled pursuant to the terms of the offer by Antigenics Inc. to exchange certain outstanding options granted under the Antigenics 1999 Equity Incentive Plan, as amended for options to be granted under the 2009 Equity Incentive Plan.
- (4) Options vest in 6 equal quarterly installments over an 18 month period beginning October 16, 2009.

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.