



**Item 8.01 Other events**

Agenus Inc. announced today that the company has entered into a collaboration and license agreement with Merck, known as MSD outside the United States and Canada, through a subsidiary, for the discovery and development of therapeutic antibodies to immune checkpoints for the treatment of cancer. Under the terms of the agreement, Agenus will discover and optimize fully human antibodies against two undisclosed Merck checkpoint targets using the 4-Antibody Retrocyte Display<sup>®</sup> platform. Merck will be responsible for clinical development and commercialization of candidates generated under the collaboration.

Under the terms of the agreement, Agenus is eligible to receive approximately \$100 million in potential payments associated with the completion of certain clinical, regulatory and commercial milestones for two candidates from Merck. In addition, Agenus is eligible to receive royalty payments on worldwide product sales.

The full text of the press release issued in connection with the announcement is being filed as Exhibit 99.1 to this current report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibit is filed herewith:

99.1 Press Release dated April 28, 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: April 28, 2014 By: /s/ Garo H. Armen

Garo H. Armen  
Chief Executive Officer

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EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description of Exhibit</u>      |
|--------------------|------------------------------------|
| 99.1               | Press Release dated April 28, 2014 |