

Edgar Filing: ANTIGENICS INC /DE/ - Form 8-K

ANTIGENICS INC /DE/  
Form 8-K  
September 25, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT FILED PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report  
(Date of earliest event reported):

September 24, 2003

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

DELAWARE	000-29089	06-1562417
(State or other jurisdiction of incorporation or organization)	(Commission file number)	(I.R.S. Employer Identification No.)

630 FIFTH AVENUE, SUITE 2100  
NEW YORK, NEW YORK 10111  
(Address of principal executive offices and zip code)

(212) 994-8200  
(Registrant's telephone number, including area code)

ITEM 5. Other Events.  
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On September 24, 2003, Antigenics Inc. (the "Company") consummated its sale of 31,620 shares of its newly created Series A Convertible Preferred Stock, par value \$.01 per share (the "Series A Preferred Stock"), to Brad M. Kelley, an existing stockholder of the Company for proceeds to the Company of \$31,620,000. Under the terms and conditions of the Certificate of Designation creating the Series A Preferred Stock, the stock is convertible by the holder at any time into common stock of the Company, is non-voting, carries a 2.5 percent annual dividend yield, has an initial conversion price of \$15.81, and is redeemable by the Company at its face amount on or after September 24, 2013. This description of the Series A Preferred Stock is qualified in its entirety by reference to the Certificate of Designation, which is filed as Exhibit 3.1 hereto.

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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.

ANTIGENICS INC.

Date: September 24, 2003

By: /s/ Garo H. Armen

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

EXHIBIT INDEX

The following designated exhibits are filed herewith:

Exhibits:

Exhibit No. -----	Description -----
3.1	Certificate of Designation, Preferences and Rights of the Series A Convertible Preferred Stock of Antigenics Inc. filed with the Secretary of State of the State of Delaware on September 24, 2003.