

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

DIVISION OF CORPORATION FINANCE

March 10, 2014

<u>Via E-mail</u> Mr. Garo Armen Chief Executive Officer and Chairman of the Board Agenus Inc. 3 Forbes Road Lexington, MA 02421

> Re: Agenus Inc. Preliminary Proxy Statement on Form PRE14A Filed February 27, 2014 File No. 000-29089

Dear Mr. Armen:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Daniel Greenspan for

Jeffrey P. Riedler Assistant Director

cc: Gerald Quirk Choate, Hall & Stewart LLP Two International Place Boston, MA 02110