FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Davis Thomas Andrew			2. Issuer Name and Ticker or Trading Symbol Celldex Therapeutics, Inc. [CLDX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Davis	I IIOIIIdS A	<u>alurew</u>		[-1-	,		•			r (give title		10% Ow Other (spelow)	
(Last)	(F	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year)							below)				
C/O CELLDEX THERAPEUTICS, INC.				0	08/05/2011						Sr. VP & CMO					
119 FOU	RTH AVE	NUE		L												
			4	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	A36 37	Γ.Λ.	02404									,	led by One	Repoi	rting Person	
NEEDH	AM N	IA	02494								Form filed by More than One Reporting					
(City)	(S	tate)	(Zip)									Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date				Transacti ate Ionth/Day	Execution Date		Code (Instr.						Form:	Direct II Indirect E str. 4) C	7. Nature of Indirect Beneficial Ownership	
							Code V	Amoun	(A) (D)	Price	Transacti (Instr. 3 a	on(s)			(Instr. 4)	
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	Conversion Date (Month/Day/Year) Price of Derivative			Transaction Code (Instr.		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			
Incentive Stock Option	\$2.8	08/05/2011		A		104,500		08/05/2012 ⁽¹⁾	08/05/202	Common Stock	104,50	\$2.8	104,50	00	D	

Explanation of Responses:

1. 25% vest on August 5, 2012 and the remainder vest quarterly (in equal amounts) over the subsequent 12 quarters.

<u>Thomas A. Davis</u> <u>08/08/2011</u>

** Signature of Reporting Person Dat

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.