KERSTEN GEERT R

Form 4

December 07, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and KERSTEN	Symbol	2. Issuer Name and Ticker or Trading Symbol CEL SCI CORP [cvm]			5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)		Middle) 3. Date of	of Earliest T Day/Year)		(Check all applicable) _X Director 10% Owner _X Officer (give title Other (specify below) Chief Executive Officer			
	(Street)		endment, Donth/Day/Yea	Č	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tal	ole I - Non-l	Derivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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 Indirect Beneficial Ownership (Instr. 4)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of Derivative	6. Date Exercisable and
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionSecurities Acquired (A) or	Expiration Date
Security	or Evercise		anv	Code	Disposed of (D)	(Month/Day/Vear)

7. Title and Underlying (Instr. 3 and

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	Price of		(Month/Day/Year)	(Instr.	(Instr. 8) (Instr. 3, 4, and 5)					
	Derivative Security			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Options	<u>(1)</u>	12/05/2011		D			1,568,000 (2)	(3)	<u>(4)</u>	Common Stock
Options	\$ 0.32	12/05/2011		A		1,254,400		12/05/2011	12/01/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KERSTEN GEERT R							
	X		Chief Executive Officer				

Signatures

Geert Kersten 12/07/2011

**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) Multiple option grants with exercise prices between \$0.54 and \$1.94
- (2) Agreed to reduction of shares of common stock issuable upon exercise of options in return for a reduction in the exercise price.
- (3) Multiple option grants exercisable between 11/1/90 and 9/2/05
- (4) Multiple option grants with expiration dates between 3/14/12 and 9/2/14

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.

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