

IMMUNOGEN INC

Form 3

December 16, 2016

**FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**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  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Berkenblit Anna

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

12/09/2016

3. Issuer Name **and** Ticker or Trading Symbol  
IMMUNOGEN INC [IMGN]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
VP & Chief Medical Officer6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting PersonC/O IMMUNOGEN, INC.,Â 830  
WINTER STREET

(Street)

WALTHAM,Â MAÂ 02152

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

6,000

D

Â

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative  
Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Exercisable

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title

4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	04/01/2016 <sup>(1)</sup>	04/01/2025	Common Stock	125,000	\$ 8.94	D Â
Stock Option (right to buy)	07/13/2016 <sup>(2)</sup>	07/13/2025	Common Stock	11,000	\$ 16.72	D Â
Stock Option (right to buy)	06/01/2017 <sup>(3)</sup>	06/01/2026	Common Stock	4,000	\$ 5.75	D Â
Stock Option (right to buy)	07/18/2017 <sup>(4)</sup>	07/18/2026	Common Stock	50,000	\$ 3.05	D Â
Stock Option (right to buy)	09/30/2017 <sup>(5)</sup>	09/30/2026	Common Stock	50,000	\$ 2.68	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berkenblit Anna C/O IMMUNOGEN, INC. 830 WINTER STREET WALTHAM, MA 02152	Â	Â	Â VP & Chief Medical Officer	Â

## Signatures

/s/ Craig Barrows, attorney  
in fact 12/16/2016

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) 31,250 shares exercisable as of filing date, 31,250 shares exercisable commencing on April 1, 2017, 31,250 shares exercisable commencing on April 1, 2018 and 31,250 shares exercisable commencing on April 1, 2019.
- (2) 3,667 shares exercisable as of filing date, 3,667 shares exercisable commencing on July 13, 2017, and 3,666 shares exercisable commencing on July 13, 2018.
- (3) Exercisable as to 1,334 shares commencing on June 1, 2017, 1,333 shares commencing on June 1, 2018, and 1,333 shares commencing on June 1, 2019.
- (4) Exercisable as to 16,667 shares commencing on July 18, 2017, 16,667 shares commencing on July 18, 2018, and 16,666 shares commencing on July 18, 2019.
- (5) Exercisable as to 16,667 shares commencing on September 30, 2017, 16,667 shares commencing on September 30, 2018, and 16,666 shares commencing on September 30, 2019.

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.