Edgar Filing: PIEN HOWARD H - Form 4

| PIEN HOW Form 4 | ARD H | | | | | | | | | | |
|--|--|--|---|--|---------------------------------|--|--|--|---|--|--|
| October 01, | 2010 | | | | | | | | | | |
| FORM | Λ4 | | an an | | | | | | PPROVAL | | |
| | UNITED | STATES | | RITIES A shington | | | COMMISSIO | N OMB Number: | 3235-028 | | |
| Check th if no lor subject to Section Form 4 Form 5 obligation may cor <i>See</i> Inst | nger to 16. or Filed put ons stinue. | rsuant to S (a) of the I | Section (Public U | SECUI 16(a) of th Itility Hol | RITIES ne Securi ding Cor | ties Excha | WNERSHIP OF nge Act of 1934, of 1935 or Secti 940 | Estimated burden hou response | irs per | | |
| 1(b). (Print or Type | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> PIEN HOWARD H | | | 2. Issuer Name and Ticker or Trading Symbol IMMUNOGEN INC [IMGN] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Last) | (First) (| Middle) | | of Earliest T | - | | (Check all applicable) | | | | |
| 6 CARRIA | | (Month/Day/Year) 09/30/2010 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | | | |
| CHERRY | (Street) HILL, NJ 08003 | | | endment, D onth/Day/Yea | - | վ | | - | erson | | |
| | | (Zin) | | | | | Person | | | | |
| (City) | (State) | (Zip) | Tab | 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. Deemo Execution any (Month/Da | Date, if | 3. Transactio Code (Instr. 8) Code V | Disposed (Instr. 3, 4 | (A) or of (D) | 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) | | |
| D . I D | | C 1 1 | c | | | | • •• .• | | | | |
| keminder: Re | port on a separate line | e for each cla | ass of sec | urities bene | Perso inform requir | ons who res nation cont red to responses ays a current | spond to the colle ained in this forn ond unless the fo ntly valid OMB co | n are not rm | EC 1474 (9-02) | | |
| | | | dia C | | | | Demoficiall O | | | | |

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 | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|------------|----------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | nof Derivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired | | |

| | Derivative Security | | | | (A) or Disposed (D) (Instr. 3, and 5) | | | | | |
|---------------------------|------------------------|------------|------|---|---|-----|------------------|--------------------|---------------------|--|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Deferred Share Unit | \$ 0 <u>(1)</u> | 09/30/2010 | А | | 1,594 | | 09/30/2010(2)(3) | (2) | Common Stock (2) | 1,594 |

Reporting Owners

| Reporting Owner Name / Address | | Relationsl | nips | |
|--|----------|------------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PIEN HOWARD H 6 CARRIAGE HOUSE COURT CHERRY HILL, NJ 08003 | Х | | | |
| Signatures | | | | |
| /s/ Craig Barrows, attorney in fact | 10/ | 01/2010 | | |
| **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) The deferred share units were issued pursuant to the Issuer's 2004 Non-Employee Director Compensation and Deferred Share Unit Plan, as amended, and are convertible into Common Stock on a one-to-one basis.
- (2) The vested deferred share units are to be settled 100% in shares of Common Stock of the Company upon the reporting person's retirement from the Board of Directors.
- (3) The deferred share units are fully vested on September 30, 2010.

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.