

IMMUNOGEN INC
Form 3
April 06, 2017

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

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Ryll Thomas		(Month/Day/Year)	IMMUNOGEN INC [IMGN]	
(Last)	(First)	(Middle)	03/29/2017	
C/O IMMUNOGEN, INC., 830 WINTER STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
WALTHAM, MA 02451			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			VP, Technical Operations	<input type="checkbox"/> Form filed by More than One Reporting Person

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	106,600 ⁽⁵⁾	D	
Common Stock	1,500	D	

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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	08/17/2016 ⁽¹⁾	08/17/2025	Common Stock	60,000	\$ 14.56	D	Â
Stock Option (right to buy)	06/01/2017 ⁽²⁾	06/01/2026	Common Stock	4,000	\$ 5.75	D	Â
Stock Option (right to buy)	07/18/2017 ⁽³⁾	07/18/2026	Common Stock	40,000	\$ 3.05	D	Â
Stock Option (right to buy)	09/30/2017 ⁽⁴⁾	09/30/2026	Common Stock	38,000	\$ 2.68	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ryll Thomas C/O IMMUNOGEN, INC. 830 WINTER STREET WALTHAM, MA 02451	Â	Â	Â VP, Technical Operations	Â

Signatures

/s/ Craig Barrows, attorney
in fact

04/06/2017

**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) 15,000 shares exercisable as of filing date, 15,000 shares exercisable commencing on August 17, 2017, 15,000 shares exercisable commencing on August 17, 2018 and 15,000 shares exercisable commencing on August 17, 2019.
 - (2) Exercisable as to 1,334 shares commencing on June 1, 2017, 1,333 shares exercisable commencing on June 1, 2018, and 1,334 shares exercisable commencing on June 1, 2019.
 - (3) Exercisable as to 13,334 shares commencing on July 18, 2017, 13,333 shares commencing on July 18, 2018, and 13,333 shares commencing on July 18, 2019.
 - (4) Exercisable as to 12,667 shares commencing on September 30, 2017, 12,667 shares commencing on September 30, 2018, and 12,666 shares commencing on September 30, 2019.
 - (5) These shares are restricted stock which vest annually in three equal installments commencing on February 21, 2018.

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.