

IMMUNOGEN INC

Form 3

June 30, 2008

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 *

Â ZIFF ASSET
MANAGEMENT LP

(Last) (First) (Middle)

283 GREENWICH AVE

(Street)

GREENWICH,Â CTÂ 06830

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
06/20/2008

3. Issuer Name and Ticker or Trading Symbol
IMMUNOGEN INC [IMGN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned1. 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

9,046,200

D (1) (2) Â

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

SEC 1473 (7-02)

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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)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZIFF ASSET MANAGEMENT LP 283 GREENWICH AVE GREENWICH, CT 06830	Â	Â X	Â	Â
PBK HOLDINGS INC 283 GREENWICH AVE GREENWICH, CT 06830	Â	Â X	Â	Â
KORSANT PHILIP B 283 GREENWICH AVE GREENWICH, CT 06830	Â	Â X	Â	Â
ZBI Equities, L.L.C. 283 GREENWICH AVE GREENWICH, CT 06830	Â	Â X	Â	Â

Signatures

/s/ David Gray, Vice President of PBK Holdings, Inc., the general partner of Ziff Asset Management, L.P.	06/30/2008
__Signature of Reporting Person	Date
/s/ David Gray, Vice President of PBK Holdings, Inc.	06/30/2008
__Signature of Reporting Person	Date
/s/ Philip B. Korsant	06/30/2008
__Signature of Reporting Person	Date
/s/ David Gray, Vice President of PBK Holdings, Inc., sole member of ZBI Equities, L.L.C.	06/30/2008
__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) This statement is being filed by Ziff Asset Management, L.P. ("Ziff Asset Management"), PBK Holdings, Inc. ("PBK Holdings"), Philip B. Korsant ("Korsant") and ZBI Equities, L.L.C. ("ZBI Equities" and collectively with Ziff Asset Management, PBK Holdings and Korsant, the "Reporting Persons."). PBK Holdings is the general partner of Ziff Asset Management, Korsant is the sole shareholder of PBK Holdings and ZBI Equities assists in the management of certain assets held by Ziff Asset Management.
- (2) Ziff Asset Management is the record owner of all of the 9,046,200 shares of common stock, par value \$.01 per share of ImmunoGen, Inc. (the "Common Stock") reported herein. The Reporting Persons do not have or share voting or investment power over 1,233,700 shares of the Common Stock reported herein and each of the Reporting Persons disclaims beneficial ownership of such 1,233,700 shares, except to the extent of its respective pecuniary interests, if any, in such shares. PBK Holdings, Korsant and ZBI Equities may each be deemed to have or share voting or investment power over the remaining 7,812,500 shares of Common Stock reported herein. Each of the Reporting Persons disclaims beneficial ownership of such 7,812,500 shares of Common Stock, except to the extent of its respective pecuniary interest, if any, in such 7,812,500 shares.

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

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