

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
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

<p>1. Name and Address of Reporting Person *</p> <p>Wingrove Theresa</p> <p>(Last) (First) (Middle)</p> <p>C/O IMMUNOGEN, INC., 830 WINTER STREET</p> <p>(Street)</p> <p>WALTHAM, MA 02451</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/09/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>IMMUNOGEN INC [IMGN]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP of Regulatory Affairs</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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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)

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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(Instr. 5)

Stock Option (right to buy)	01/18/2012 ⁽¹⁾	01/18/2021	Common Stock	37,500	\$ 9.85	D	Â
Stock Option (right to buy)	07/22/2012 ⁽²⁾	07/22/2021	Common Stock	20,000	\$ 15.2	D	Â
Stock Option (right to buy)	07/20/2013 ⁽³⁾	07/20/2022	Common Stock	40,000	\$ 15.83	D	Â
Stock Option (right to buy)	07/16/2014 ⁽⁴⁾	07/16/2023	Common Stock	40,000	\$ 19.02	D	Â
Stock Option (right to buy)	07/17/2015 ⁽⁵⁾	07/17/2024	Common Stock	40,000	\$ 10.79	D	Â
Stock Option (right to buy)	07/13/2016 ⁽⁶⁾	07/13/2025	Common Stock	48,000	\$ 16.72	D	Â
Stock Option (right to buy)	06/01/2017 ⁽⁷⁾	06/01/2026	Common Stock	4,000	\$ 5.75	D	Â
Stock Option (right to buy)	07/18/2017 ⁽⁸⁾	07/18/2026	Common Stock	50,000	\$ 3.05	D	Â
Stock Option (right to buy)	09/30/2017 ⁽⁹⁾	09/30/2026	Common Stock	38,000	\$ 2.68	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wingrove Theresa C/O IMMUNOGEN, INC. 830 WINTER STREET WALTHAM, MA 02451	Â	Â	Â VP of Regulatory Affairs	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) All options exercisable as of filing date.
- (2) All options exercisable as of filing date.
- (3) All options exercisable as of filing date.
- (4) All options exercisable as of filing date.
- (5) 26,667 options exercisable as of filing date and 13,333 shares exercisable commencing on July 17, 2017.

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- (6) 16,000 options exercisable as of filing date, 16,000 shares exercisable commencing on July 13, 2017, and 16,000 shares exercisable commencing on July 13, 2018.
- (7) 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.
- (8) 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.
- (9) 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.

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.