

IMMUNOGEN INC

Form 4

November 29, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SAYARE MITCHEL

(Last) (First) (Middle)

C/O IMMUNOGEN, INC., 128
SIDNEY STREET

(Street)

CAMBRIDGE, MA 02139

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock	11/27/2007		M	11,500	A \$ 0.844	537,778	D
Common Stock	11/27/2007		S	1,700	D \$ 4.84	536,078	D
Common Stock	11/27/2007		S	1,300	D \$ 4.82	534,778	D
Common Stock	11/27/2007		S	1,100	D \$ 4.81	533,678	D
Common Stock	11/27/2007		S	1,261	D \$ 4.8	532,417	D

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Common Stock	11/27/2007	S	2,039	D	\$ 4.83	530,378	D
Common Stock	11/27/2007	S	800	D	\$ 4.79	529,578	D
Common Stock	11/27/2007	S	300	D	\$ 4.78	529,278	D
Common Stock	11/27/2007	S	1,800	D	\$ 4.86	527,478	D
Common Stock	11/27/2007	S	300	D	\$ 4.85	527,178	D
Common Stock	11/27/2007	S	200	D	\$ 4.88	526,978	D
Common Stock	11/27/2007	S	400	D	\$ 4.87	526,578	D
Common Stock	11/27/2007	S	300	D	\$ 4.89	526,278	D
Common Stock	11/28/2007	M	29,300	A	\$ 0.844	555,578	D
Common Stock	11/28/2007	S	2,000	D	\$ 4.845	553,578	D
Common Stock	11/28/2007	S	800	D	\$ 4.92	552,778	D
Common Stock	11/28/2007	S	244	D	\$ 4.88	552,534	D
Common Stock	11/28/2007	S	100	D	\$ 4.79	552,434	D
Common Stock	11/28/2007	S	128	D	\$ 4.77	552,306	D
Common Stock	11/28/2007	S	372	D	\$ 4.78	551,934	D
Common Stock	11/28/2007	S	4,051	D	\$ 4.8	547,883	D
Common Stock	11/28/2007	S	200	D	\$ 4.87	547,683	D
Common Stock	11/28/2007	S	1,100	D	\$ 4.81	546,583	D
Common Stock	11/28/2007	S	609	D	\$ 4.86	545,974	D
Common Stock	11/28/2007	S	3,907	D	\$ 4.84	542,067	D
	11/28/2007	S	121	D	\$ 4.9	541,946	D

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Common
Stock

Common Stock	11/28/2007	S	3,786	D	\$ 4.85	538,160	D
Common Stock	11/28/2007	S	9,682	D	\$ 4.83	528,478	D
Common Stock	11/28/2007	S	2,200	D	\$ 4.82	526,278	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-qualified stock option (right to buy)	\$ 0.844	11/27/2007		M	11,500	12/31/1998 ⁽¹⁾ 12/31/2007	Common Stock
Non-qualified stock option (right to buy)	\$ 0.844	11/28/2007		M	29,300	12/31/1998 ⁽¹⁾ 12/31/2007	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAYARE MITCHEL C/O IMMUNOGEN, INC. 128 SIDNEY STREET CAMBRIDGE, MA 02139	X		Chief Executive Officer	

Signatures

/s/ Daniel M. Junius, attorney
in fact

11/29/2007

__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) Exercisable as to 76,389 shares commencing on December 31, 1998, 76,389 shares commencing on December 31, 1999, and 76,388 shares commencing on December 31, 2000.
- (2) Field N/A to this transaction but was completed to allow for electronic filing only.

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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