

Morris Charles Q
 Form 3
 December 03, 2012

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 *

^ Morris Charles Q
 (Last) (First) (Middle)

C/O IMMUNOGEN, INC., ^ 830 WINTER STREET

(Street)

WALTHAM, ^ MA ^ 02451

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 11/26/2012

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Executive VP & CDO

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

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 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

50,000 ⁽¹⁾

D ^

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)

4. Conversion or Exercise Price of Derivative Security

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

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

Date Exercisable

Title

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	Expiration Date	Expiration Date	Common Stock	Amount or Number of Shares	\$	or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	11/26/2013 ⁽²⁾	11/26/2022	Common Stock	200,000	\$ 11.93	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morris Charles Q C/O IMMUNOGEN, INC. 830 WINTER STREET WALTHAM, MA 02451	Â	Â	Â Executive VP & CDO	Â

Signatures

/s/ Craig Barrows, attorney
in fact

12/03/2012

__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) These shares of restricted stock vest in four equal installments commencing on November 26, 2013.
- (2) Exercisable as to 50,000 shares commencing on November 26, 2013, 50,000 shares commencing on November 26, 2014, 50,000 shares commencing on November 26, 2015 and 50,000 shares commencing on November 26, 2016.

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.