

FOSTER DAVID G
Form 3
September 20, 2018

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 | |
| Â FOSTER DAVID G | | (Month/Day/Year) | IMMUNOGEN INC [IMGN] | |
| (Last) | (First) | (Middle) | 09/13/2018 | |
| 22 HILLSIDE DR. | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| TOWNSEND,Â MAÂ 01469 | | | <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 |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | V.P.-Fin., Prin. Acctg. Off. | |

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 | 2,000 | D | 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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------|---------------------------|------------|--------------|--------|----------|-------------------|---|
| Stock Option (Right to buy) | 07/24/2010 ⁽¹⁾ | 07/24/2019 | Common Stock | 3,354 | \$ 9.88 | D | Â |
| Stock Option (Right to buy) | 07/23/2011 ⁽¹⁾ | 07/23/2020 | Common Stock | 12,500 | \$ 9.14 | D | Â |
| Stock Option (Right to buy) | 07/22/2012 ⁽¹⁾ | 07/22/2021 | Common Stock | 16,000 | \$ 15.2 | D | Â |
| Stock Option (Right to buy) | 07/20/2013 ⁽¹⁾ | 07/20/2022 | Common Stock | 16,050 | \$ 15.83 | D | Â |
| Stock Option (Right to buy) | 07/16/2014 ⁽¹⁾ | 07/16/2023 | Common Stock | 15,000 | \$ 19.02 | D | Â |
| Stock Option (Right to buy) | 07/17/2015 ⁽¹⁾ | 07/17/2024 | Common Stock | 16,500 | \$ 10.79 | D | Â |
| Stock Option (Right to buy) | 07/13/2016 ⁽¹⁾ | 07/13/2025 | Common Stock | 15,000 | \$ 16.72 | D | Â |
| Stock Option (Right to buy) | 07/18/2017 ⁽²⁾ | 07/18/2026 | Common Stock | 20,000 | \$ 3.05 | D | Â |
| Stock Option (Right to buy) | 02/21/2018 ⁽²⁾ | 02/21/2027 | Common Stock | 12,000 | \$ 2.47 | D | Â |
| Stock Option (Right to buy) | 02/15/2019 ⁽²⁾ | 02/15/2028 | Common Stock | 28,000 | \$ 10.65 | D | Â |
| Stock Option (Right to buy) | 09/12/2019 ⁽³⁾ | 09/12/2028 | Common Stock | 29,050 | \$ 9.35 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOSTER DAVID G 22 HILLSIDE DR. TOWNSEND, MA 01469 | Â | Â | Â V.P.-Fin., Prin. Acctg. Off. | Â |

Signatures

/s/ David Foster 09/20/2018

__Signature of Date
Reporting Person

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 are exercisable as of the filing date of this Form 3.
- (2) Exercisable in three equal installments over three years starting on the first year anniversary of the grant.

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(3) Exercisable in four equal installments over four years starting on the first year anniversary of the grant.

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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