FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPI	ROVAL
OMB Number:	3235-0287
Estimated average b	urden
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Peterson Kristine					2. Issuer Name and Ticker or Trading Symbol ImmunoGen, Inc. [IMGN]							(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
- Teterson Kristine				3. D	Date of Earliest Transaction (Month/Day/Year)							- '	Officer	r (give title		10% Ov Other (s		
(Last)	ast) (First) (Middle)					02/12/2024								below)	(9.10		below)	poony
C/O IMMUNOGEN, INC.				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. In Line	6. Individual or Joint/Group Filing (Chec				olicable	
830 WIN	NTER STRI	3ET 											- 1		led by One	Repo	rting Persor	า
(Street) WALTHAM MA 02451												Form filed by More than One Reporting Person						
,					Ru	ıle	10b	5-1(c)	Transa	acti	on Indi	cation						
(City) (State) (Zip)				Chec	ck this b affirmati	oox to indi ve defens	cate that a tr e conditions	ansa of Ru	ction was male 10b5-1(c	t to a contra ction 10.	contract, instruction or written plan that is intended to satisfy 10.							
		Tal	ble I - Non	-Deriv	ative	Se	curit	ies Ac	quired, I	Dis	posed o	f, or Ben	eficiall	y Owned				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D			ay/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ties Acquired (A) or d Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
						(v	Amount	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
			Table II - [)									or Bene ole secu		Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Datif any (Month/Day/Ye	ate, Tr	4. Transaction Code (Instr. 8)		5. Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	i S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficia) Ownershi ct (Instr. 4)	
				C	ode	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	Amount or Number of Shares					
Restricted Stock Unit	\$0 ⁽¹⁾⁽²⁾	02/12/2024		D	(1)(2)			13,090	(1)(2)	T	(1)(2)	Common Stock	13,090	(1)(2)	0		D	
Deferred Share Unit	\$0 ⁽³⁾	02/12/2024		I	D ⁽³⁾			74,954	(3)		(3)	Common Stock	74,954	(3)	0		D	
Stock Option (Right to Buy)	\$1.84	02/12/2024		I	D ⁽⁴⁾			5,000	(4)		12/09/2026	Common Stock	5,000	(4)	0		D	
Stock Option (Right to Buy)	\$4.64	02/12/2024		I	D ⁽⁴⁾			10,000	(4)	•	06/13/2027	Common Stock	10,000	(4)	0		D	
Stock Option (Right to Buy)	\$11.21	02/12/2024		I	D ⁽⁴⁾			18,000	(4)	•	06/20/2028	Common Stock	18,000	(4)	0		D	
Stock Option (Right to Buy)	\$2.1	02/12/2024		I	D ⁽⁴⁾			18,000	(4)		06/20/2029	Common Stock	18,000	(4)	0		D	
Stock Option (Right to Buy)	\$4.56	02/12/2024		I	D ⁽⁴⁾			50,000	(4)		06/17/2030	Common Stock	50,000	(4)	0		D	
Stock Option (Right to Buy)	\$6.77	02/12/2024		I	D ⁽⁴⁾			44,000	(4)		06/16/2031	Common Stock	44,000	(4)	0		D	
Stock Option (Right to Buy)	\$3.37	02/12/2024		I	D ⁽⁴⁾			44,000	(4)		06/15/2032	Common Stock	44,000	(4)	0		D	
Stock Option (Right to Buy)	\$17.72	02/12/2024		I	D ⁽⁴⁾			19,597	(4)		06/14/2033	Common Stock	19,597	(4)	0		D	

Explanation of Responses:

^{1.} This Form 4 reports securities disposed of pursuant to the terms of the Agreement and Plan of Merger (the "Merger Agreement"), dated November 30, 2023, by and among the Issuer, AbbVie Inc., a Delaware corporation ("AbbVie"), Athene Subsidiary LLC, a Delaware limited liability company and wholly owned subsidiary of AbbVie ("Intermediate Sub"), and Athene Merger Sub Inc., a Massachusetts corporation and wholly owned subsidiary of Intermediate Sub ("Purchaser"), pursuant to which Purchaser merged with and into the Issuer with the Issuer continuing as the surviving corporation (the "Merger").

^{2.} At the effective time of the Merger (the "Effective Time"), each restricted stock unit ("RSU") granted prior to the date of the Merger Agreement that was outstanding immediately prior to the Effective Time was canceled, and the Reporting Person was entitled to receive (without interest), in consideration of the cancellation of such RSU, an amount in cash (less any applicable withholding taxes) equal to (i) the number of shares of common stock, par value \$.01 per share, of the Issuer ("Common Stock") subject to such RSU immediately prior to the Effective Time, multiplied by (ii) \$31.26, without interest (the "Merger Consideration").

- 3. Pursuant to the Merger Agreement, at the Effective Time, each deferred share unit ("DSU") granted prior to the date of the Merger Agreement that was outstanding immediately prior to the Effective Time was canceled, and the Reporting Person was entitled to receive (without interest), in consideration of the cancellation of such DSU, an amount in cash (less any applicable withholding taxes) equal to (i) the number of shares of Common Stock subject to such DSU immediately prior to the Effective Time, multiplied by (ii) the Merger Consideration.
- 4. Pursuant to the Merger Agreement, at the Effective Time, each option to purchase shares of Common Stock ("Stock Option") granted prior to the date of the Merger Agreement that was outstanding immediately prior to the Effective Time was canceled, and the Reporting Person was entitled to receive (without interest), in consideration of the cancellation of such Stock Option, an amount in cash (less any applicable withholding taxes) equal to (i) the total number of shares of Common Stock subject to such Stock Option immediately prior to the Effective Time, multiplied by (ii) the excess, if any, of the Merger Consideration over the applicable exercise price per share of Common Stock under such Stock Option.

/s/ Joseph J. Kenny, Attorneyin-Fact 02/12/2024

** Signature of Reporting Person Dat

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.