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UNITED STATES
SECURITIES AND
   EXCHANGE
COMMISSION ----
-----
----- FORM
4 WASHINGTON,
D.C. 20549 OMB
APPROVAL - ----
----
-----
---- / / Check
this box if no
 STATEMENT OF
  CHANGES IN
  BENEFICIAL
 OWNERSHIP OMB
 Number: 3235-
 0287 longer
  subject to
   Expires:
  January 31,
 2005 Section
 16. Form 4 or
Filed pursuant
  to Section
 16(a) of the
  Securities
Exchange Act of
1934, Estimated
average burden
    Form 5
obligations may
 Section 17(a)
of the Public
Utility Holding
Company Act of
 1935 or hours
 per response
   .... 0.5
 continue. SEE
 Section 30(h)
    of the
  Investment
Company Act of
1940 -----
-----
  Instruction
1(b). (Print or
Type Responses)
 -----
-----
 1. Name and
  Address of
  Reporting
  Person* 2.
Issuer Name AND
  Ticker or
Trading Symbol
6. Relationship
 of Reporting
 Person(s) to
 Issuer (Check
all applicable)
X Director 10%
 Owner Feiner
  Stuart F.
ImmunoGen, Inc.
(IMGN) ----
 .
```

---------- Officer (give Other (Last) (First) (Middle) 3. I.R.S. Identification 4. Statement for ---- title ---- (specify Number of Reporting Month/Day/Year below) below) Person, if an entity c/o Inco Limited (voluntary) 145 King Street West, Suite 1500 January 9, 2003 - -----(Street) 5. If Amendment, 7. Individual or Joint/Group Filing Date of Original (Check Applicable Line) (Month/Day/Year) \_X\_Form filed by One Reporting Person \_\_\_Form filed by More than One Toronto, Ontario Canada M5H 4B7 Reporting Person - -----\_\_\_\_\_\_ ---------- (City) (State) (Zip) TABLE I - NON-DERIVATIVE **SECURITIES** ACQUIRED, DISPOSED OF, OR **BENEFICIALLY** OWNED - ---------- 1. Title of 2. Trans-

2A. Deemed 3. Trans- 4. Securities Acquired (A) 5. Amount of 6. Owner- 7. Nature Security action Execution action or Disposed of (D) Securities ship of In- (Instr. 3) Date Date, Code (Instr. 3, 4 and 5) Beneficially Form: direct if any (Instr. 8) Owned Follow-Direct Bene-(Month/ (Month/ ing Reported (D) or ficial Day/ Day/ -----Transaction(s) Indirect Owner-Year) Year) (A) or (Instr. 3 (I) ship Code V Amount (D) Price and 4) (Instr. 4) (Instr. 4) - --

TABLE II DERIVATIVE
SECURITIES
ACQUIRED,
DISPOSED OF,
OR
BENEFICIALLY
OWNED (e.g.,
PUTS, CALLS,
WARRANTS,
OPTIONS,
CONVERTIBLE
SECURITIES) -

- 1. Title of Derivative Security 2. Conver- 3. Trans- 3A. Deemed 4. Transac- 5. Number of Deriv- 6. Date Exer-(Instr. 3) sion or action Execution tion Code ative Securities Ac- cisable and Ex-Exercise Date Date, (Instr. 8) quired (A) or Dispiration Date Price of (Month/ if

any posed of									
(D) (Month/Day/									
Deriv- Day/									
(Month/ (Instr. 3. 4.									
(Instr. 3, 4, and 5) Year) ative Year)									
Day/ Security									
Year)									
Date Expira-									
Exer- tion									
Code V (A) (D) cisable									
Dàté									
Stock Units									
1-for-1 January 9,									
January 9, 2003 A V 925.9259 (1)									
(1)									
(1)									
Stock Units 1-for-1 January 9,									
Stock Units 1-for-1 January 9, 2003 A V 967.7419 (1) (1)									
Stock Units 1-for-1 January 9, 2003 A V 967.7419 (1) (1)									
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Stock Units 1-for-1 January 9, 2003 A V 967.7419 (1) (1)									

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and Amount of 8. Price of 9. Number of											
10			0	W	n	e	r	s	h	i	р
<ul><li>10. Ownership</li><li>11. Nature of Underlying</li></ul>											
Securities											
	) (										

Derivative Form of Indirect

```
(Instr. 3 and
 4) Security
 Securities
 Derivative
 Beneficial
  (Instr. 5)
 Beneficially
 Securities:
  Ownership
 Owned Direct
    (D) or
  (Instr. 4)
  Following
 Indirect (I)
  Reported
  (Instr. 4)
Transaction(s)
-----
  (Instr. 4)
Title Amount
or Number of
Shares - ----
   Common
  Stock(1)
  925.9259
    $3.24
2,493.1110 D
- ------
----- Common
  Stock(1)
  967.7419
    $3.10
3,460.8529 D
- ------
```

Explanation of Responses: (1) The units are to be settled 100% in cash upon the reporting

Explanation
of Responses:
(1) The units
are to be
settled 100%
in cash upon
the reporting
person's
retirement
from the
Board of
Directors.
/s/ STUART F.
FEINER
January 9,
2003 -----

\*\*Signature of Reporting Person Date 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.