

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Arbuckle Stuart A</u>			2. Issuer Name and Ticker or Trading Symbol <u>ImmunoGen, Inc. [IMGN]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O IMMUNOGEN, INC. 830 WINTER STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		
(Street)	(City)	(State)	(Zip)					
WALTHAM	MA		02451					

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2024		D ⁽¹⁾⁽²⁾		5,381	D	(1)(2)	0	D	

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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Unit	\$0 ⁽³⁾	02/12/2024		D ⁽³⁾			13,090	(3)	(3)	Common Stock	13,090	(3)	0	D	
Deferred Share Unit	\$0 ⁽⁴⁾	02/12/2024		D ⁽⁴⁾			63,000	(4)	(4)	Common Stock	63,000	(4)	0	D	
Stock Option (Right to Buy)	\$8.2	02/12/2024		D ⁽⁵⁾			4,167	(5)	01/23/2028	Common Stock	4,167	(5)	0	D	
Stock Option (Right to Buy)	\$11.21	02/12/2024		D ⁽⁵⁾			18,000	(5)	06/20/2028	Common Stock	18,000	(5)	0	D	
Stock Option (Right to Buy)	\$11.21	02/12/2024		D ⁽⁵⁾			15,800	(5)	06/20/2028	Common Stock	15,800	(5)	0	D	
Stock Option (Right to Buy)	\$2.1	02/12/2024		D ⁽⁵⁾			18,000	(5)	06/20/2029	Common Stock	18,000	(5)	0	D	
Stock Option (Right to Buy)	\$4.56	02/12/2024		D ⁽⁵⁾			50,000	(5)	06/17/2030	Common Stock	50,000	(5)	0	D	
Stock Option (Right to Buy)	\$6.77	02/12/2024		D ⁽⁵⁾			44,000	(5)	06/16/2031	Common Stock	44,000	(5)	0	D	
Stock Option (Right to Buy)	\$3.37	02/12/2024		D ⁽⁵⁾			44,000	(5)	06/15/2032	Common Stock	44,000	(5)	0	D	
Stock Option (Right to Buy)	\$17.72	02/12/2024		D ⁽⁵⁾			19,597	(5)	06/14/2033	Common Stock	19,597	(5)	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 share of common stock, par value \$0.01 per share, of the Issuer (the "Common Stock"), that was issued and outstanding immediately prior to the Effective Time was converted into the right to receive an amount in cash equal to \$31.26, without interest (the "Merger Consideration").

