SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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OMB Number:	3235-0287
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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 [*] SKALETSKY MARK B					2. Issuer Name and Ticker or Trading Symbol <u>IMMUNOGEN INC</u> [IMGN]								(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
														2	X Directo	r		10% O\	wner	
(Last) (First) (Middle) 22 PURITAN ROAD					3. Date of Earliest Transaction (Month/Day/Year) 11/13/2007									Officer below)	(give title		Other (: below)	specify		
					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
(Street)					- 4.	II AM	enument	, Dal	eorc	Jnginai	Filed	(wonth/Day	rear)	Line		onvGroup	5 Filing	(Спеск Ар	plicable	
NEWTO	N M	A	02461												K Form fi	led by On	e Repo	orting Perso	n	
					-										Form filed by More than One Reporting Person			rting		
(City)	(S	tate)	(Zip)																	
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)			Date	e nth/Day/Year)		2A. Deemed Execution Date if any (Month/Day/Ye		,	Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amour Securitie Beneficia Owned F Reported	s For Ily (D) ollowing (I) (: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										Code	v	Amount	(A) or (D)	Price	Transacti (Instr. 3 a	on(s)			(1150. 4)	
	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 Da if any (Month/Day/ [\]	ate, 1	4. Transa Code (I B)		5. Nun of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	urities Underlyin uired Derivative or (Instr. 3 au 0) rr. 3, 4				f g Security	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)	Dat	e ercisable		Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

\$<mark>0</mark>(1)

Deferred Share Unit

1. The deferred share units were issued pursuant to the Issuer's 2004 Non-Employee Director Compensation and Deferred Share Unit Plan, as amended, and are convertible into Common Stock on a one-to-one basis.

02/13/2008⁽³⁾⁽²⁾

6,147

2. The vested deferred share units are to be settled 100% in shares of Common Stock of the Company upon the reporting person's retirement from the Board of Directors.

3. The deferred share units vest ratably over a three year period in quarterly increments at the end of each quarter beginning on February 13, 2008.

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<u>/s/ Daniel M. Junius</u> ,	attorney in	11/15/2007
fact		11/15/2007

\$<mark>0</mark>(1)

6,147

Date

D

** Signature of Reporting Person

6,147

(2)

Commoi

Stock⁽²⁾

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

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

11/13/2007

** 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.