

IMMUNOGEN INC
Form 4/A
April 05, 2007

FORM 4

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

OMB APPROVAL

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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 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 *
BLATTLER WALTER

(Last) (First) (Middle)

**C/O IMMUNOGEN, INC., 128
SIDNEY STREET**

(Street)

CAMBRIDGE, MA 02139

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IMMUNOGEN INC [IMGN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/27/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
03/28/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President / Former Executive VP

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/27/2007 | | M | 25,575 | A \$ 3.91 | 150,475 | D |
| Common Stock | 03/27/2007 | | M | 25,317 | A \$ 3.95 | 175,792 | D |
| Common Stock | 03/27/2007 | | M | 65,468 | A \$ 1.3125 | 241,260 | D |
| Common Stock | 03/27/2007 | | M | 75,000 | A \$ 2.25 | 316,260 | D |

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

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(9-02)

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 Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Qualified Stock Option | \$ 3.91 | 03/27/2007 | | M | 25,575 (5) | 06/12/2006 ⁽⁴⁾⁽⁵⁾ 06/12/2013 | Common Stock | 25,575 |
| Qualified Stock Option | \$ 3.95 | 03/27/2007 | | M | 25,317 (5) | 06/05/2004 ⁽¹⁾ 06/05/2012 | Common Stock | 25,317 |
| Qualified Stock Option | \$ 1.3125 | 03/27/2007 | | M | 65,468 (5) | 08/11/1998 ⁽²⁾ 08/11/2007 | Common Stock | 65,468 |
| Qualified Stock Option | \$ 2.25 | 03/27/2007 | | M | 75,000 (5) | 01/14/2000 ⁽³⁾ 01/14/2009 | Common Stock | 75,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|---------------------|
| | Director | 10% Owner | Officer | Other |
| BLATTLER WALTER C/O IMMUNOGEN, INC. 128 SIDNEY STREET CAMBRIDGE, MA 02139 | | | Executive Vice President | Former Executive VP |

Signatures

/s/ Walter Blattler 04/05/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Exercisable as to 1 share on June 5, 2004, and 25,316 shares exercisable on June 5, 2005.
- (2) Exercisable as to 18,802 shares on August 11, 1998, 23,333 shares exercisable on August 11, 1999, and 23,333 shares exercisable on August 11, 2000.
- (3) Exercisable as to 25,000 shares on January 14, 2000, 25,000 shares exercisable on January 14, 2001, and 25,000 shares exercisable on January 14, 2002.
- (4) Exercisable as to 25,575 shares on June 12, 2006.
- (5) This Form 4A is being filed to correct Table II to show that the options were disposed of rather than acquired, as well as to add a footnote that was inadvertently omitted from the original Form 4 filed on March 28, 2007.

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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