

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): JANUARY 14, 2003

IMMUNOGEN, INC.  
(Exact name of registrant as specified in its charter)

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| MASSACHUSETTS<br>(State or other<br>jurisdiction of incorporation) | 0-17999<br>(Commission<br>File Number) | 04-2726691<br>(IRS Employer<br>Identification No.) |
|--|--|--|

128 SIDNEY STREET, CAMBRIDGE, MA 02139  
(Address of principal executive offices) (Zip Code)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (617) 995-2500

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

| EXHIBIT NO.<br>----- | EXHIBIT<br>-----  |
|----------------------|---|
| 99.1                 | Certification of Chief Executive Officer and Chief<br>Financial Officer |

ITEM 9. REGULATION FD DISCLOSURE

In connection with the Amendment to the Quarterly Report on Form 10-Q of ImmunoGen, Inc. (the "Company") for the quarterly period ended December 31, 2001, as filed with the Securities and Exchange Commission concurrently herewith, the Company hereby files the written statement required by Section 906 of the Sarbanes-Oxley Act of 2002. On January 14, 2003, Mitchel Sayare, Chief Executive Officer and President of the Company and Gregg D. Beloff, Chief Financial Officer and Vice President, Finance of the Company, each executed this written statement. A copy of the foregoing written statement is attached hereto as an exhibit and incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IMMUNOGEN, INC.  
(Registrant)

Date: JANUARY 14, 2003

/s/ GREGG D. BELOFF  
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Gregg D. Beloff  
Chief Financial Officer and  
Vice President, Finance

EXHIBIT INDEX

| EXHIBIT NO. | EXHIBIT  |
|-------------|--|
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CERTIFICATION  
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT  
OF 2002 (SUBSECTIONS (a) AND (b) OF SECTION 1350, CHAPTER 63 OF  
TITLE 18, UNITED STATES CODE)

Pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of section 1350, chapter 63 of title 18, United States Code), each of the undersigned officers of ImmunoGen, Inc., a Massachusetts corporation (the "Company"), does hereby certify, to such officer's knowledge, that:

The Amendment to the Quarterly Report on Form 10-Q for the quarter ended December 31, 2001 (the "Form 10-Q") of the Company fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, and the information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: January 14, 2003  
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/s/ MITCHEL SAYARE  
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Mitchel Sayare  
Chief Executive Officer and President

Dated: January 14, 2003  
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/s/ GREGG D. BELOFF  
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Gregg D. Beloff  
Chief Financial Officer and  
Vice President, Finance

The foregoing certification is being furnished solely pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of section 1350, chapter 63 of title 18, United States Code) and is not being filed as a separate disclosure document.