

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

ImmunoGen, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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IMMUNOGEN, INC.
830 WINTER STREET
WALTHAM, MA 02451

Your **Vote** Counts!

IMMUNOGEN, INC.

2022 Virtual Annual Meeting

Vote by June 14, 2022

11:59 PM ET



DB0545-P69226

You invested in IMMUNOGEN, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on June 15, 2022.**

Get informed before you vote

View the Notice of Annual Meeting of Shareholders, Proxy Statement, and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 1, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy of the proxy materials.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

June 15, 2022
9:00 AM, ET

Virtually at:

www.virtualshareholdermeeting.com/IMGN2022

*Please check the meeting materials for any special requirements for meeting attendance.

VI.1

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
2. Election of Directors Nominees: 01) Stuart A. Arbuckle 06) Dean J. Mitchell 02) Mark J. Enyedy 07) Kristine Peterson 03) Mark Goldberg, MD 08) Helen M. Thackray, MD 04) Tracey L. McCain, Esq. 09) Richard J. Wallace 05) Stephen C. McCluski	☑ For
1. To fix the number of members of the Board of Directors at nine (9).	☑ For
3. To approve an amendment to our Restated Articles of Organization to increase the number of authorized shares from 300,000,000 to 600,000,000.	☑ For
4. To approve an amendment to our 2018 Employee, Director and Consultant Equity Incentive Plan to increase the number of shares authorized for issuance thereunder by 13,000,000.	☑ For
5. To approve, on an advisory basis, the compensation paid to our named executive officers, as disclosed in our proxy statement.	☑ For
6. To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for the year ending December 31, 2022.	☑ For
In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting or any adjournments thereof.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery."