

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>BARROWS CRAIG</u> (Last) (First) (Middle) 22 CHESNUT STREET (Street) SALEM MA 01970 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IMMUNOGEN INC [IMGN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Executive VP, General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) 09/13/2017	
		6. Individual or Joint/Group Filing (Check Applicable Line) X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/13/2017		M		20,000	A	\$4.5	191,500 ⁽³⁾	D	
Common Stock	09/13/2017		S		14,600	D	\$6.9455 ⁽²⁾	176,900 ⁽³⁾	D	
Common Stock	09/15/2017		M		30,000	A	\$4.5	206,900 ⁽³⁾	D	
Common Stock	09/15/2017		S		22,450	D	\$6.7284 ⁽²⁾	184,450 ⁽³⁾	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
Stock Option (right to buy)	\$4.5	09/13/2017		M			20,000	10/03/2008 ⁽¹⁾	10/03/2017	Common Stock	20,000	\$4.5	30,000	D	
Stock Option (right to buy)	\$4.5	09/15/2017		M			30,000	10/03/2008 ⁽¹⁾	10/03/2017	Common Stock	30,000	\$4.5	0	D	

Explanation of Responses:

- Exercisable as to 12,500 shares commencing on October 3, 2008, 12,500 shares commencing on October 3, 2009, 12,500 shares commencing on October 3, 2010 and 12,500 shares commencing on October 3, 2011.
- Weighted average price of shares sold.
- This amendment to Form 4 is being filed to correct the total shares held to include restricted shares which were inadvertently excluded from the totals in the original Form 4 filed on September 15, 2017.

Craig Barrows 12/21/2017
 ** Signature of Reporting Person Date

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

* 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).

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.