FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL	
OMB Number:	3235-0287
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| 1. Name and Address of Reporting Person[*]

 VILLAFRANCA JOSEPH J

 (Last) (First) (Middle)

 1679 LOOKAWAY COURT

 (Street)

 NEWHOPE   PA   18938

 (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol
 IMMUNOGEN INC [IMGN]

 3. Date of Earliest Transaction (Month/Day/Year)
 07/03/2006

 4. If Amendment, Date of Original Filed (Month/Day/Year)
 07/05/2006 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

 X Director   10% Owner
      Officer (give title Other (specify
      below)   below)

 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			

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	Amount or Number of Shares				
Deferred Share Unit	$0[1]	07/03/2006		A		6,230.5295[4]		07/31/2006[2][3]	[2]	Common Stock[2]	6,230.5295	[1]	6,230.5295	D	

Explanation of Responses:

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

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

3. The deferred share units vest as to one-twelfth monthly beginning on July 31, 2006.

4. This amendment to Form 4 is being filed to correct the number of deferred share units acquired which were inadvertantly misstated in the original Form 4 filed on July 5, 2006.

/s/ Daniel M. Junius, attorney in fact.   09/10/2007

** 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.

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