

FORM 3 (continued)

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Warrant (Right to buy)(1) | 7/31/2000 | 7/31/2002 | Common Stock | 356,297 | \$2.366 | D | |
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| Warrant (Right to buy)(1) | 7/31/2000 | 7/31/2002 | Common Stock | 356,297 | \$2.366 | D | |
| Warrant (Right to buy)(1) | 7/31/2000 | 7/31/2002 | Common Stock | 782,755 | \$2.366 | D | |

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

Explanation of Responses:

(1) Prior to July 29, 2002, Shire BioChem, a wholly owned subsidiary of Shire Pharmaceuticals Group Plc, was the owner of the warrants listed above, the terms of exercise of which, as to the number of shares, varied with the market price of the common stock. On June 29, 2002, Shire BioChem Inc. could have exercised the warrants listed above for more than 10% of the Immunogen, Inc. common stock based on the average closing price per share of the common stock for the five consecutive trading days preceding such date, which was \$2.366. Upon Shire BioChem's exercise of the warrants on July 29, 2002, and at all times since, Shire BioChem has beneficially owned less than 10% of Immunogen's common stock.

/s/ Joseph Rus

October 3, 2002

**Signature of Reporting Person
Name: Joseph Rus

Date

Title: President and Chief Executive Officer

* If the form is filed by more than one reporting person, see Instruction 5(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.

Joint Filer Information

Name: Shire Pharmaceuticals Group plc

Address: Hampshire International Business Park
Chineham, Basingstoke
Hampshire, England RG24 8EP

Designated Filer: Shire BioChem Inc.

Issuer & Ticker Symbol: ImmunoGen, Inc. (IMGN)

Date of Event Requiring Statement: June 29, 2002

Signature: /s/ Angus Charles Russell

Name: Angus Charles Russell
Title: Group Finance Director