

IMMUNOGEN INC

Form 4

March 11, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LAMBERT JOHN

(Last) (First) (Middle)

**C/O IMMUNOGEN, INC., 128
SIDNEY STREET**

(Street)

CAMBRIDGE, MA 02139

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
IMMUNOGEN INC [IMGN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior Vice President

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)
Common stock	03/09/2005		M	17,500 A	\$ 1.938 48,791	D	
Common stock	03/09/2005		S	6,725 D	\$ 5.3 42,066	D	
Common Stock	03/09/2005		S	2,300 D	\$ 5.44 39,766	D	
Common Stock	03/09/2005		S	1,503 D	\$ 5.74 38,263	D	
Common Stock	03/09/2005		S	1,491 D	\$ 5.45 36,772	D	

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Common Stock	03/09/2005	S	600	D	\$ 5.32	36,172	D
Common Stock	03/09/2005	S	806	D	\$ 5.41	35,366	D
Common Stock	03/09/2005	S	1,075	D	\$ 5.31	34,291	D
Common Stock	03/09/2005	S	1,100	D	\$ 5.39	33,191	D
Common Stock	03/09/2005	S	1,300	D	\$ 5.42	31,891	D
Common Stock	03/09/2005	S	100	D	\$ 5.35	31,791	D
Common Stock	03/09/2005	S	100	D	\$ 5.43	31,691	D
Common Stock	03/09/2005	S	400	D	\$ 5.34	31,291	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive stock option (right to buy)	\$ 1.938	03/09/2005		M		25,000		03/30/1996 ⁽¹⁾	03/30/2005	Common stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships
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Reporting Owners

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Director 10% Owner Officer Other

LAMBERT JOHN
C/O IMMUNOGEN, INC.
128 SIDNEY STREET
CAMBRIDGE, MA 02139

Senior Vice President

Signatures

/s/ John Lambert 03/09/2005

____Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
- (1) Exercisable as to 25,000 on March 30, 1996.

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