

Peterson Kristine  
 Form 3  
 February 01, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Peterson Kristine		(Month/Day/Year)	IMMUNOGEN INC [IMGN]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
8 OLD BARN COURT			(Check all applicable)	
(Street)			<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
NEWTOWN,Â PAÂ 18940			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

**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 Security: 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	

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Deferred Share Unit	04/30/2012 <sup>(2)(3)</sup>	À <sup>(2)</sup>	Common Stock <sup>(2)</sup>	4,686	\$ 0 <sup>(1)</sup>	D	À
Stock Option (right to buy)	04/30/2012 <sup>(4)</sup>	01/30/2022	Common Stock	3,066	\$ 13.87	D	À

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Peterson Kristine 8 OLD BARN COURT NEWTOWN, PA 18940	À X	À	À	À

## Signatures

/s/ Craig Barrows, attorney  
in fact 02/01/2012

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) The deferred share units were issued pursuant to the Issuer's Compensation Policy for Non-Employee Directors and are convertible into Common Stock on a one-to-one basis.
- (2) The vested deferred share units are to be settled 100% in shares of the Common Stock of the Company upon the reporting person's retirement from the Board of Directors.
- (3) The deferred share units vest ratably over a three year period in quarterly increments beginning on April 1, 2012, contingent upon the individual remaining a director as of each vesting date.
- (4) Exercisable as to 767 shares commencing on February 1, 2012, 767 shares commencing on May 1, 2012, 766 shares commencing on August 1, 2012 and 766 shares commencing on November 1, 2012, contingent upon the individual remaining a director as of each vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. YLE="text-align:

left"> 4,300 \$1.13      4/6/2016 700 \$1.12      300 \$1.12      4,000 \$1.14      4/7/2016 5,000 \$1.15      4

## Schedule II

<u>Name and Address of Beneficial Owner</u>	Stock Beneficially Owned	
	Number	Percentage (1)
Sabby Management, LLC and Hal Mintz (2) 10 Mountainview Road, Suite 205 Upper Saddle River, New Jersey 07458	933,441	8.89 %
Arvind Narula (3) 1000/30 P.B. Tower, 9th Floor Sukhumvit 71 Road, Klongton- Nua, Wattana, Bangkok Thailand	950,000	9.05 %
Stephen Baksa, LF-RB Management, LLC and related individuals which consist of shares held by:	952,407	8.96 %
Gary L. Herman – 3,390 shares Richard Jacinto - 144,551 shares Richard Bellofatto – 150,000 shares Larry Hofpspinger - 115,148 shares Edward M. Giles - 42,408 shares Stephen D. Baksa – 496,910 shares (4)		
W. John Short (5)	311,653	2.94 %
Marco V. Galante	11,527	*
David Goldman (6)	56,912	*
Baruch Halpern (7)	749,300	7.13 %
Henk W. Hoogenkamp (8)	43,797	*
Robert C. Schweitzer (9)	50,346	*
Peter A. Woog (10)	39,106	*
Jerry Dale Belt (11)	100,551	*
Mark McKnight	451,850	4.30 %
Robert D. Smith, PhD (12)	44,697	*
All directors and executive officers as a group (10 persons) (13)	1,859,739	17.43 %

\* less than 1%

The applicable percentage of ownership is based on 10,496,339 shares of our common stock outstanding as of (1) April 29, 2016, together with shares issuable upon exercise of options and warrants exercisable within 60 days of April 29, 2016.

(2) Sabby Management, LLC (SM), a Delaware limited liability company, serves as the investment manager for both the Sabby Healthcare Master Fund, Ltd. (SHMF) and Sabby Volatility Master Fund, Ltd. (SVMF). Both SHMF and SVMF are Cayman Islands companies. Hal Mintz is the manager of SM. SHMF and SVMF beneficially own 552,741 and 380,700 shares respectively (total of 933,441 shares). SM and Hal Mintz do not directly own any

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shares, but each indirectly owns 933,441 shares of common stock by virtue of their control over SHMF and SVMF. The shares are being held in escrow until earned (as defined in our agreement) by a related supplier at a fixed price of \$2.80 per share. While in escrow, the shares are subject to a voting agreement, pursuant to which the escrowed (3) shares will be voted, or not voted, to match the vote of our other outstanding common stock on a pro rata percentage basis, in order to ensure no shareholder votes are impacted.

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- Based on information reported on a Schedule 13D filed with the SEC on April 29, 2016, each of LF-RB Management, LLC and the individuals named below entered into certain agreements with respect to voting of our common stock. LF-RB Management, LLC may be deemed to have voting control over, and beneficial ownership of, an aggregate of 952,407 shares of our common stock, which shares are held as follows (i) Gary L. Herman is the record owner of 3,390 shares, (ii) Stephen D. Baksa is the record owner of 357,863 shares and warrants to purchase an additional 139,047 shares that may be exercised within 60 days from April 29, 2016, (iii) Richard Jacinto is the record owner of 144,551 shares, (iv) Richard Bellofatto is the record owner of 150,000 shares, (v) (4) Larry Hofpspinger is the record owner of 115,148 shares, and (vi) Edward M. Giles is the record owner of 42,408 shares. LF-RB Management, LLC and Michael Goose, managing member of LF-RB Management LLC, are parties to the voting agreements but own no shares of our common stock. Stephen D. Baksa and Edward M. Giles did not enter into the voting agreement with the above parties, but each of them agreed to informally consult with LF-RB Management, LLC with respect to actions taken by such shareholder. The address of the principal office of LF-RB Management, LLC is 720 Fifth Avenue, 10th Floor, New York, NY 10019. The address of the principal office of Stephen D. Baksa is 2 Woods Lane, Chatham, NJ 07928.
- (5) Includes 1,250 shares held by the KAWJS Trust, 2,446 shares issuable upon exercise of warrants and 93,254 shares issuable upon exercise of options.
- Includes 14,050 shares held by the David Goldman & Lois A Goldman TRS FBO GOLDMAN FAMILY TRUST
- (6) UA 04/23/2004, 3,000 shares issuable upon exercise of warrants and 6,563 shares issuable upon exercise of options held by Mr. Goldman.
- (7) Includes 58,872 shares held by the Baruch Halpern Revocable Trust, 610,268 shares held by The Shoshana Shapiro Halpern Revocable Trust, 6,996 shares issuable upon exercise of options.
- (8) Includes 6,545 shares issuable upon exercise of options.
- (9) Includes 4,000 shares issuable upon exercise of warrants and 6,563 shares issuable upon exercise of options.
- (10) Includes 15,000 shares held by the Woog Family Limited Partnership.
- (11) Includes 30,080 shares issuable upon exercise of options.
- (12) Includes 12,827 shares issuable upon exercise of options.
- (13) Includes 9,446 shares issuable upon exercise of warrants and 162,828 shares issuable upon exercise of options.