

IMMUNOGEN INC  
Form 8-K  
December 23, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **December 21, 2010**

**ImmunoGen, Inc.**

(Exact name of registrant as specified in its charter)

**Massachusetts**  
(State or other  
jurisdiction of  
incorporation)

**0-17999**  
(Commission File  
Number)

**04-2726691**  
(IRS Employer  
Identification No.)

**830 Winter Street, Waltham, MA 02451**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(781) 895-0600**

## Edgar Filing: IMMUNOGEN INC - Form 8-K

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On December 21, 2010, ImmunoGen, Inc. (the Company) entered into a clinical supply agreement with Società Italiana Corticosteroidi S.r.l. (Sicor). Under the terms of the agreement, Sicor has agreed to supply the Company with, and the Company has agreed to procure from Sicor, all of the Company's requirements of DM1 and DM4 (collectively, DMx) at a stated price in connection with clinical trials of antibody-drug conjugate compounds containing DMx. The agreement does not contain any overall minimum purchase requirements. The term of the agreement is seven years, subject to successive one-year renewals unless either party elects not to renew. Notwithstanding the foregoing, either party may terminate the agreement with respect to either DM1 or DM4 at such time as the Company enters into a commercial supply agreement for DM1 or DM4, as the case may be.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ImmunoGen, Inc.**  
(Registrant)

Date: December 23, 2010

/s/ Gregory D. Perry

Gregory D. Perry  
Senior Vice President and Chief Financial Officer