

IMMUNOGEN INC  
Form 8-K  
November 12, 2015

**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): **November 10, 2015**

**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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS**

At the annual meeting of shareholders of ImmunoGen, Inc. (referred to as our ) held on November 10, 2015 (the 2015 Annual Meeting ), shareholders fixed the number of Directors constituting the full Board of Directors at nine. The voting results were as follows:

|                  |            |
|------------------|------------|
| For:             | 78,866,780 |
| Against          | 1,016,842  |
| Abstain          | 169,071    |
| Broker Non-Votes | 0          |

At the 2015 Annual Meeting, shareholders elected nine Directors as follows:

|                            | <b>FOR</b> | <b>WITHHELD</b> | <b>BROKER NON-VOTES</b> |
|----------------------------|------------|-----------------|-------------------------|
| Joseph J. Villafranca, PhD | 63,810,661 | 216,973         | 16,025,059              |
| Nicole Onetto, MD          | 63,832,543 | 195,091         | 16,025,059              |
| Stephen C. McCluski        | 63,823,722 | 203,912         | 16,025,059              |
| Richard J. Wallace         | 63,822,138 | 205,496         | 16,025,059              |
| Daniel M. Junius           | 63,785,326 | 242,308         | 16,025,059              |
| Howard H. Pien             | 60,609,296 | 3,418,338       | 16,025,059              |
| Mark Goldberg, MD          | 60,626,444 | 3,401,190       | 16,025,059              |
| Dean J. Mitchell           | 63,824,564 | 203,070         | 16,025,059              |
| Kristine Peterson          | 63,828,198 | 199,436         | 16,025,059              |

At the 2015 Annual Meeting, shareholders voted to approve, on an advisory basis, the compensation paid to our named executive officers, as described in our proxy statement (the say-on-pay vote ) as follows:

|                  |            |
|------------------|------------|
| For:             | 63,082,517 |
| Against          | 754,530    |
| Abstain          | 190,587    |
| Broker Non-Votes | 16,025,059 |

At the 2015 Annual Meeting, shareholders ratified the appointment of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending June 30, 2016 as follows:

|                  |            |
|------------------|------------|
| For:             | 79,585,686 |
| Against          | 199,312    |
| Abstain          | 267,695    |
| Broker Non-Votes | 0          |

**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: November 12, 2015

/s/ David B. Johnston

David B. Johnston  
Executive Vice President and Chief Financial Officer