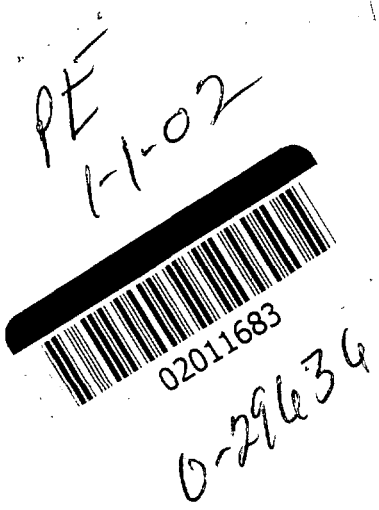

PE 1-1-02

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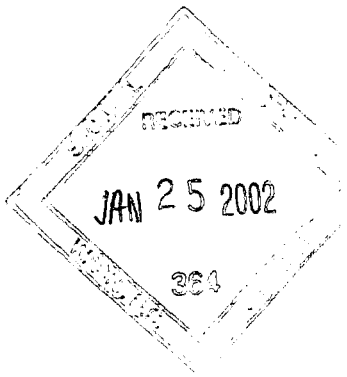
FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a - 16 or 15d - 16 of
the Securities Exchange Act of 1934



For the month of January 2002

TRANSGENE S.A.
(Translation of registrant's name into English)

11, rue de Molsheim
67082 Strasbourg Cedex
France
(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F).

Form 20-F X Form 40-F ___

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934).

Yes __ No X

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____).

Enclosure: Press release dated January 23, 2002 announcing the initiation of two Phase II clinical trials of the Company's MVA-MUC1-IL2 product candidate.

Wednesday January 23, 12:00 am Eastern Time

Press Release

SOURCE: Transgene

Transgene Initiates Two Phase II Clinical Trials With Its MVA-Muc1-IL2 Product Candidate

STRASBOURG, France, Jan. 23 /PRNewswire-FirstCall/ -- Transgene (Nasdaq: TRGNY; Nouveau Marche: TRANSGENE) announced today the initiation of two Phase II clinical trials of its immunotherapeutic MVA-Muc1-IL2 vaccine candidate, one for the treatment of lung cancer, the second for the treatment of breast cancer. The clinical trials will be conducted in several centers located in Switzerland, France and Belgium.

Transgene's MVA-Muc1-IL2 product candidate uses a highly attenuated MVA vaccinia virus vector to express the Muc1 tumor-associated antigen found in most adenocarcinoma and the cytokine interleukin-2 (IL-2) to stimulate specific T-cell responses. Phase I clinical trials of the product candidate, conducted in the United States and Europe, involved patients with various carcinomas. Those clinical trials demonstrated a positive safety and tolerance profile of MVA-Muc1-IL2, and provided evidence of immune response in some patients.

The purpose of treating lung and breast cancer patients with MVA-Muc1-IL2 is to induce an efficient immune response to the expression of the Muc1 antigen in order to produce a strong anti-tumor effect as demonstrated in earlier animal studies. The Muc1 antigen is expressed in over 90% of breast cancers, in over 60% of lung cancers and in most secretory epithelial cell cancers.

``There is a need for novel approaches, such as our immunotherapy program to treat diseases like lung or breast cancer, where prognosis is poor despite progress made in the current treatments. We believe that our MVA-Muc1-IL2 vaccine candidate can be used alone or, in some cases, in combination with standard therapies, to treat these cancers and others," said Gilles Belanger, Chief Executive Officer of Transgene. ``We have made tremendous efforts to maintain our schedule for initiating Phase II clinical trials and are pleased to be conducting four clinical trials with our MVA-Muc1-IL2 and MVA-HPV-IL2 product candidates."

In 2001, Transgene was issued U.S. patents no. 6,203,795 and 6,328,956, both titled ``Pharmaceutical composition for the treatment or prevention of a malignant tumor," adding two more patents to Transgene's portfolio, which also includes European patent no. 554,344 and U.S. patent no. 5,861,381, covering its MVA-Muc1-IL2 product candidate.

Phase II clinical trial for the treatment of lung cancer

Lung cancer causes more deaths each year in industrialized countries than are attributable to any other type of cancer. Lung cancer is diagnosed in approximately 650,000 people each year and is responsible for approximately 581,000 deaths annually in industrialized countries. In the United States, about one out of every 14 deaths from any cause is related to lung cancer. Although some

progress has been made in current chemotherapy and radiotherapy treatment of Stage IV lung cancer, survival rates remain low and the patient's quality of life is often significantly impaired by the treatment.

Transgene's Phase II clinical trial will evaluate the efficacy of subcutaneous injections of MVA-Muc1-IL2 as a single agent in one group of patients and in combination with chemotherapy using the Navelbine/Cisplatin protocol in a second group of patients. It will include up to 66 patients with non-small cell lung cancer, none of whom have received systemic therapy for advanced disease.

The trial will be performed according to an optimized design divided into two stages. An interim analysis will be performed after 18 evaluable patients in each group have been reviewed in order to decide upon continuation of the clinical trial.

Phase II clinical trial for the treatment of breast cancer

Breast cancer is the most common type of cancer in women in industrialized countries, where the lifetime risk of developing this disease is one in eight. Breast cancer is diagnosed in approximately 580,000 women each year and is responsible for approximately 190,000 deaths annually in industrialized countries. Although progress has been made in screening and treatment of early stage breast cancer, relapse still occurs in up to 60% of patients within ten years of initial treatment. Advanced breast cancer is currently considered incurable.

Transgene's Phase II clinical trial will evaluate the efficacy of subcutaneous injections of MVA-Muc1-IL2 at one dose level in one group of patients and at a different dose level in a second group of patients. It will include up to 50 patients with metastatic breast cancer, none of whom have received more than two lines of chemotherapy for metastatic disease.

Similar to the clinical trial for the treatment of lung cancer, this trial will be performed according to a two-stage design. An interim analysis will be performed after 15 evaluable patients in each group have been reviewed at three months from the first treatment in order to decide upon continuation of the clinical trial.

Transgene, based in Strasbourg, France, with an office near Boston, Massachusetts, is a biopharmaceutical company dedicated to the discovery and development of gene therapy products and delivery technologies for the treatment of diseases for which there is no cure or adequate treatment at present, with a focus on the development of gene therapy products for the treatment of cancer. Transgene has five products in clinical development, two of which are in Phase II clinical trials and three of which are in Phase I clinical trials. Transgene's proprietary vector technology platform consists of multiple vector families with an emphasis on adenovirus, vaccinia and synthetic vectors.

This press release contains forward-looking statements, including statements regarding Transgene's strategy, the efficiency and safety of and potential market for its product candidates and prospects. Statements that are not historical facts are based on Transgene's current expectations, beliefs, estimates, forecasts and assumptions. The statements contained in this release are not guarantees of future performance and involve certain risks, uncertainties and assumptions which are difficult to predict. Accordingly, actual outcomes and results may differ

materially from what is expressed in those forward-looking statements. Important factors which may affect Transgene's future operating results include the following: Transgene may be unable to conduct its clinical trials as quickly as it has predicted, Transgene's product candidates may not demonstrate therapeutic efficacy, Transgene may be unable to obtain regulatory approval for its product candidates, Transgene may not have sufficient resources to complete the research and commercialization of any of its product candidates, competitors may develop technologies or products superior to Transgene's technologies or products, and other important factors described in Transgene's Annual Report on Form 20-F for the year ended December 31, 2000 filed with the U.S. Securities and Exchange Commission, including those factors described in the section entitled ``Risk Factors."

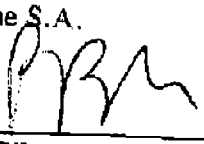
SOURCE: Transgene

SIGNATURE

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

Date: January 23, 2002

Transgene S.A.

By: 

Paul Bikard
Chief Financial Officer