

bluebird bio, Inc.
Form 4
October 10, 2014

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 *
Finer Mitchell H.

(Last) (First) (Middle)

C/O BLUEBIRD BIO, INC., 150
SECOND STREET

(Street)

CAMBRIDGE, MA 02141

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
bluebird bio, Inc. [BLUE]

3. Date of Earliest Transaction
(Month/Day/Year)
10/08/2014

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)

Chief Scientific Officer

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	10/08/2014		M	10,890 A	\$ 2.09 10,890	D	
Common Stock	10/08/2014		S	10,890 D	\$ 34.14 0	D	
Common Stock	10/08/2014		M	7,702 A	\$ 2.09 7,702	D	
Common Stock	10/08/2014		S	7,702 D	\$ 33.56 0	D	
Common Stock	10/08/2014		M	15,926 A	\$ 2.09 15,926	D	

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Common Stock 10/08/2014 S 15,926 D \$ 33.07 0 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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 2.09	10/08/2014		M	10,890	<u>(1)</u> 07/13/2021	Common Stock	10,890
Stock Option (right to buy)	\$ 2.09	10/08/2014		M	7,702	<u>(2)</u> 07/13/2021	Common Stock	7,702
Stock Option (right to buy)	\$ 2.09	10/08/2014		M	15,926	<u>(2)</u> 06/04/2022	Common Stock	15,926

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Finer Mitchell H. C/O BLUEBIRD BIO, INC. 150 SECOND STREET CAMBRIDGE, MA 02141	Chief Scientific Officer

Signatures

/s/ Jason F. Cole,
Attorney-in-Fact

10/10/2014

__Signature of Reporting Person

Date

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) This option vests over a four-year period, at a rate of twenty-five percent (25%) on April 15, 2012 and in 36 equal monthly installments thereafter.
- (2) This option vests over a four-year period, at a rate of twenty-five percent (25%) on May 1, 2013 and in 36 equal monthly installments thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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