Walsh Jeffrey T. Form 4 October 11, 2017

FORM 4

Form 5

obligations

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

Check this box if no longer subject to Section 16. Form 4 or

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

may continue. See Instruction

(Print or Type Responses)

Walsh Jeffrey T.

(Last)

1. Name and Address of Reporting Person *

(First)

C/O BLUEBIRD BIO, INC., 60

30(h) of the Investment Company Act of 1940 1(b).

(Middle)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading

Issuer

Symbol bluebird bio, Inc. [BLUE]

3. Date of Earliest Transaction

(Month/Day/Year) 10/10/2017

BINNEY STREET (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

Director 10% Owner _X__ Officer (give title __X__ Other (specify

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

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OMB

Number:

Expires:

response...

Estimated average

burden hours per

below) below) Chief Financial / and Strategy 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

CAMBRIDGE, MA 02142

(City)	(State)	(Zip) Tal	ole I - Non-	-Derivativ	e Seci	urities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispo (Instr. 3,	esed of 4 and (A) or	` ′	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	10/10/2017		M	4,900	A	\$ 5.5004	32,205	D	
Common Stock	10/10/2017		S <u>(1)</u>	2,800	D	\$ 129.4283 (2)	29,405	D	
Common Stock	10/10/2017		S <u>(1)</u>	1,600	D	\$ 130.2655 (3)	27,805	D	
Common Stock	10/10/2017		S <u>(1)</u>	500	D	\$ 131.8	27,305	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

> 8. l De Sec (In

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative			Expiration Date		Underlying Securities 1	
Security	or Exercise		any	Code	ode Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(
	Derivative				(A) or					
	Security				Disposed of					
				(D)						
					(Instr. 3, 4,					
					and 5)					
							Date Exercisable	Expiration Date	Title	Amount or Number of
				Code V	(A)	(D)				Shares
Stock										
Option (right to buy)	\$ 5.5004	10/10/2017		M		4,900	<u>(4)</u>	01/16/2023	Common Stock	4,900

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Walsh Jeffrey T.

C/O BLUEBIRD BIO, INC. 60 BINNEY STREET CAMBRIDGE, MA 02142

Chief Financial and Strategy Officer

Signatures

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

10/11/2017

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 23, 2016.

The range of prices for the transaction reported on this line was \$129.00 to \$129.95. The average weighted price was \$129.4283. The reporting person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Reporting Owners 2

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- The range of prices for the transaction reported on this line was \$130.00 to \$130.55. The average weighted price was \$130.2655. The reporting person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- This option to purchase shares of our common stock granted on January 16, 2013 with performance-based vesting criteria that were met as of January 1, 2013. The shares underlying these options vested as follows: 25% vested on January 1, 2014, with the remainder of the shares vesting in equal monthly installments over the following three years.

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.