SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287						
Estimated average burden						
hours per response:	0.5					

	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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Leschly Nick		rson*	2. Issuer Name and Ticker or Trading Symbol <u>bluebird bio, Inc.</u> [BLUE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
					Director	10% Owner		
				- x	Officer (give title	Other (specify		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)		
C/O BLUEBIRD BIO, INC.			10/02/2020	President and CEO				
60 BINNEY ST	TREET							
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	/idual or Joint/Group Filir	ng (Check Applicable		
(Street)				Line)				
CAMBRIDGE	МА	02142		X	Form filed by One Reporting Person			
,					Form filed by More that	an One Reporting		
((-)	(-))			Person			
(City)	(State)	(Zip)						

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	10/02/2020		S		450(1)	D	\$52.765 ⁽²⁾	98,579	D	
Common Stock								168,699	Ι	Nick Leschly 2001 Trust

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

1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Derivative Conversion Date **Execution Date** Transaction Amount of Derivative derivative Ownership of Indirect of Security or Exercise (Month/Day/Year) if any (Month/Day/Year) Code (Instr. Derivative Securities Security Securities Form: Beneficial Direct (D) Price of Derivative Security (Instr. 3) 8) Securities Underlying Derivative (Instr. 5) Beneficially Ownership Acquired (A) or Owned Following or Indirect (I) (Instr. 4) (Instr. 4) Security (Instr. 3 and 4) Reported Transaction(s) (Instr. 4) Disposed of (D) (Instr. 3, 4 and 5) Amount or Number Date Expiration Code v (D) Exercisable Date Title Shares (A)

Explanation of Responses:

1. Shares were sold to cover tax withholding obligations incurred in connection with the vesting of Restricted Stock Units.

2. The range in prices for the transaction reported on this line was \$52.48 to \$53.09. The average weighted price was \$52.765. The reporting person will provide, upon request by the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.

Remarks:

/s/ Helen C. Fu, Attorney-in-10/06/2020

Fact

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.