SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287								
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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*				er Name and Ticke Dird bio, Inc.	0	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Agwunobi John O</u>				<u>, , , , , , , , , , , , , , , , , , , </u>	[2202]		X	Director	10% 0	Owner		
(Last) C/O BLUEBIRI	1 - C	(Middle)	3. Date 06/18	e of Earliest Transad /2020	ction (Month/E	9ay/Year)		Officer (give title below)	Other below	(specify)		
60 BINNEY STREET			4. If An	nendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) CAMBRIDGE	МА	02142					X	Form filed by On Form filed by Mo Person				
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Transa Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)		Disposed Of 5)	(D) (Instr.	3, 4 and	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock ⁽¹⁾	06/18/2020		Α		124	Α	\$0.00	4,824	D	
Common Stock ⁽¹⁾	06/18/2020		Α		1,500	Α	\$0.00	6,324	D	

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. Transa Code (8)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$64.09	06/18/2020		A		3,000		(2)	06/18/2030	Common Stock	3,000	\$0.00	3,000	D	

Explanation of Responses:

1. These restricted stock units for common stock vest 100% on the earlier of June 18, 2021 or the date of the next annual meeting of stockholders.

2. This option vests 100% on the earlier of June 18, 2021 or the date of the next annual meeting of stockholders.

Remarks:

/s/ Helen C. Fu, Attorney-in-Description 06/22/2020

** Signature of Reporting Person Date

Fact

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.