| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | |
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| 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

| OMB APPRC | VAL |
|-------------------------|-----------|
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| 1. Name and Address of Reporting Person* Walsh Jeffrey T. | | | 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 Officer (give title V Other (specify |
|---|---------------|----------------|--|---|
| (Last) (First) (Middle) C/O BLUEBIRD BIO, INC. 60 BINNEY STREET | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/10/2017 | X below) X below) Chief Financial / and Strategy Officer |
| (Street) CAMBRIDGE (City) | MA (State) | 02142 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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. Transa Code (| tion | 4. Securities Disposed Of | Acquired | d (A) or | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|-------------------------|------|------------------------------|---------------|---------------------------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 10/10/2017 | | М | | 4,900 | A | \$5.5004 | 32,205 | D | |
| Common Stock | 10/10/2017 | | S ⁽¹⁾ | | 2,800 | D | \$129.4283(2) | 29,405 | D | |
| Common Stock | 10/10/2017 | | S ⁽¹⁾ | | 1,600 | D | \$130.2655 ⁽³⁾ | 27,805 | D | |
| Common Stock | 10/10/2017 | | S ⁽¹⁾ | | 500 | D | \$131.8 | 27,305 | 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) | Code (| | | Transaction of Code (Instr. Deriva 8) Securi (A) or Dispo of (D) (Instr. | | Expiration Date (Month/Day/Year) | | 7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an | f g Security | 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) | \$5.5004 | 10/10/2017 | | М | | | 4,900 | (4) | 01/16/2023 | Common Stock | 4,900 | \$0.00 | 62,585 | D | | |

Explanation of Responses:

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.

2. 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.

3. 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.

4. 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.

Remarks:

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| <u>/s/ Jason</u> | P. U.(| 11 P. AT | iornev | /-111- |
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<u>Fact</u>

1<u>0/11/2017</u>

** 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.