

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person * Polack Axel <hr/> (Last) (First) (Middle) TVM V LIFE SCIENCE VENTURES GMBH & CO., MAXIMILIANSTRASSE 35, ENTRANCE C <hr/> (Street) MUNICH 2M 80539 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol bluebird bio, Inc. [BLUE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/24/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/24/2013		C		2,254,357 ⁽¹⁾	A	\$ 0	2,254,357	I	See footnote ⁽²⁾

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Series A-1 Convertible Preferred Stock	(3)	06/24/2013		C			6,169,117	(3)	(3)	Common Stock	325,255	(3)	0	I	See footnote (2)
Series A-2 Convertible Preferred Stock	(3)	06/24/2013		C			11,835,834	(3)	(3)	Common Stock	624,021	(3)	0	I	See footnote (2)
Series B Convertible Preferred Stock	(3)	06/24/2013		C			17,749,014	(3)	(3)	Common Stock	935,783	(3)	0	I	See footnote (2)
Series C Convertible Preferred Stock	(3)	06/24/2013		C			3,994,248	(3)	(3)	Common Stock	210,589	(3)	0	I	See footnote (2)
Series D Convertible Preferred Stock	(3)	06/24/2013		C			3,010,234	(3)	(3)	Common Stock	158,709	(3)	0	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			660,982	(5)	11/16/2015	Series A-1 Convertible Preferred Stock	660,982	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		34,849		(5)	11/16/2015	Common Stock	34,849	\$ 0	34,849	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			440,650	(5)	10/26/2016	Series A-1 Convertible Preferred Stock	440,650	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		23,232		(5)	10/26/2016	Common Stock	23,232	\$ 0	23,232	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			1,038,674	(5)	05/03/2017	Series A-1 Convertible Preferred Stock	1,038,674	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		54,760		(5)	05/03/2017	Common Stock	54,760	\$ 0	54,760	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			236,062	(5)	08/28/2018	Series A-1 Convertible Preferred Stock	236,062	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		12,445		(5)	08/28/2018	Common Stock	12,445	\$ 0	12,445	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			236,062	(5)	12/18/2018	Series A-1 Convertible Preferred Stock	236,062	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		12,445		(5)	12/18/2018	Common Stock	12,445	\$ 0	12,445	I	See footnote (2)
Warrant to Purchase Series A-1 Stock (right to buy)	\$ 0.6619	06/24/2013		J ⁽⁴⁾			462,681	(5)	04/15/2019	Series A-1 Convertible Preferred Stock	462,681	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 12.55	06/24/2013		J ⁽⁴⁾		24,393		(5)	04/15/2019	Common Stock	24,393	\$ 0	24,393	I	See footnote (2)
Warrant to Purchase Series B Stock (right to buy)	\$ 0.3262	06/24/2013		J ⁽⁶⁾			287,400	(5)	04/15/2019	Series B Convertible Preferred Stock	287,400	\$ 0	0	I	See footnote (2)
Warrant to Purchase Common Stock (right to buy)	\$ 6.19	06/24/2013		J ⁽⁶⁾		15,152		(5)	04/15/2019	Common Stock	15,152	\$ 0	15,152	I	See footnote (2)

Explanation of Responses:

1. Represents the total number of shares received upon conversion of shares of the Issuer's Series A-1 Convertible Preferred Stock (the "Series A-1 Shares"), Series A-2 Convertible Preferred Stock (the "Series A-2 Shares"), Series B Convertible Preferred Stock (the "Series B Shares"), Series C Convertible Preferred Stock (the "Series C Shares") and Series D Convertible Preferred Stock (the "Series D Shares" and together with the Series A-1 Shares, the Series A-2 Shares, the Series B Shares and the Series C Shares, collectively, the "Preferred Shares").

2. The securities are held directly by TVM V Life Science Ventures GmbH & Co. KG. ("TVM V"). The Reporting Person is an authorized officer of TVM V's general partner, TVM Capital GmbH, and disclaims beneficial ownership of all shares held by the foregoing entities except to the extent of his pecuniary interest therein.

3. Effective upon the closing of the Issuer's initial public offering of its Common Stock, each Preferred Share automatically converted at a ratio of 18.967-to-one into the number of shares of Common Stock shown in column 7. The Preferred Shares had no expiration date.

4. Upon completion of the Issuer's initial public offering, the warrant to purchase shares of Series A-1 Preferred Stock automatically converted on an 18.967-for-one basis into a warrant to purchase shares of Common Stock. Disposition of the Warrant to Purchase Series A-1 Preferred Stock and acquisition of the Warrant to Purchase Common Stock is listed solely for the purpose of reporting such conversion of the shares underlying the security.

5. This warrant is immediately exercisable.

6. Upon completion of the Issuer's initial public offering, the warrant to purchase shares of Series B Preferred Stock automatically converted on an 18.967-for-one basis into a warrant to purchase shares of Common Stock. Disposition of the Warrant to Purchase Series B Preferred Stock and acquisition of the Warrant to Purchase Common Stock is listed solely for the purpose of reporting such conversion of the shares underlying the security.

/s/ Linda C. Bain, Attorney- 06/26/2013
in-Fact

** Signature of Reporting Date
Person

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.

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