SEC Form 4

FORM 4

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

OMB APPROVAL

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Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19: or Section 30(h) of the Investment Company Act of 1940	34		Tesponse. 0.5		
1. Name and Addre Smith-Farrel	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>bluebird bio, Inc.</u> [BLUE]		ationship of Reporting P < all applicable) Director Officer (give title	10% Owner		
(Last) C/O BLUEBIRI 60 BINNEY ST	1 - C	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2020	COO, Oncology				
(Street) CAMBRIDGE MA 02142 (City) (State) (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-De	rivative Securities Acquired. Disposed of, or Ben	eficially	Owned			

2. Transaction Date 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities 6. Ownership Form: Direct (D) or 7. Nature of Indirect Beneficial 1. Title of Security (Instr. 3) Transaction (Month/Day/Year) Beneficially if any Code (Instr. Owned Following Reported Indirect (I) (Instr. 4) Ownership (Instr. 4) (Month/Day/Year) 8) (A) or (D) Transaction(s) (Instr. 3 and 4) Price Code v Amount s 37(1) **Common Stock** 12/02/2020 D \$46.1895(2) 21,939 D s 1(1) 21,938 D **Common Stock** 12/02/2020 D \$46.5

	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)				Expiration Date (Month/Day/Year)		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				

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 \$45.48 to \$46.37. The average weighted price was \$46.1895. 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-

Fact

12/04/2020

** 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.

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP