

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 10, 2020

bluebird bio, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction
of Incorporation)

001-35966

(Commission File Number)

13-3680878

(IRS Employer
Identification No.)

**60 Binney Street,
Cambridge, MA**

(Address of Principal Executive Offices)

02142

(Zip Code)

Registrant's Telephone Number, Including Area Code: (339) 499-9300

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value per share	BLUE	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 10, 2020, the board of directors (the “Board”) of bluebird bio, Inc. (the “Company”), upon the recommendation of the Board’s nominating and corporate governance committee, appointed Denice Torres to the Board as a Class III director. Ms. Torres was also appointed to serve on the Compensation Committee of the Board. Upon the appointment of Ms. Torres to the Compensation Committee, Dr. David P. Schenkein has stepped down from the Compensation Committee.

In connection with this appointment, on August 10, 2020, the Company granted Ms. Torres a stock option to purchase 4,500 shares of the Company’s common stock, par value \$0.01 per share (“Common Stock”), at a purchase price equal to the closing price per share of the Common Stock on the NASDAQ Global Select Market on August 10, 2020. Ms. Torres was also granted on August 10, 2020 restricted stock units for 2,250 shares of Common Stock. The stock options and restricted stock units vest ratably over three years in annual installments.

Ms. Torres is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K, and there are no arrangements or understandings between Ms. Torres and any other persons pursuant to which she was selected as a director.

Item 7.01 Regulation FD Disclosure.

On August 11, 2020, the Company issued a press release announcing Ms. Torres' appointment to the Board. A copy of this press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 7.01 and Exhibit 99.1 attached hereto is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press release issued by bluebird bio, Inc. on August 11, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

bluebird bio Appoints Denice Torres to Board of Directors

CAMBRIDGE, Mass.—(BUSINESS WIRE)—August 11, 2020— bluebird bio, Inc. (Nasdaq: BLUE) today announced that it has appointed Denice Torres to its Board of Directors.

“We’re excited to welcome Denice to the Board to help guide bluebird as we reach the next stage in our evolution,” said Nick Leschly, chief bluebird. “Denice brings valuable perspective and exceptional industry insights based on over 25 years of executive management experience in pharmaceuticals, medical device and consumer healthcare for global organizations. In addition, she has a deep understanding of the benefit of cultivating people, diversity and culture to strengthen internal collaboration and propel companies forward. We look forward to her contributions as we work to deliver critical therapies to our patients.”

“I am thrilled to join bluebird’s Board of Directors at a time when the company is on the cusp of commercializing several important therapies for people living with severe genetic diseases and cancer,” said Ms. Torres. “My passion lies in achieving exceptional results through commercial and operational excellence and, critically, unleashing the potential that is inherent in diverse teams, ideas, and approaches. I look forward to applying what I’ve learned through my years of experience working within the healthcare industry and contributing to the achievement of bluebird’s incredible mission and commitment to patients.”

At Johnson & Johnson, Ms. Torres held several executive leadership positions including President of McNeil Consumer Healthcare and President of Janssen Pharmaceuticals, CNS. She also served as Chief Strategy and Transformation Officer for the Medical Device division. Ms. Torres has expertise in leading large-scale transformations, from strategy to execution. Before joining Johnson & Johnson, she had a highly successful 14-year career at Eli Lilly in commercial roles, including leading U.S. Women’s Health, Global Neuroscience, and Growth Hormone. Ms. Torres was named Healthcare Businesswomen’s Association (HBA) Woman of the Year in 2015.

Ms. Torres is the founder of The Mentoring Place, a volunteer platform that focuses on helping accelerate the careers of women by matching them with executive level mentors and providing insights and education. She is also the founder of The Ignited Company, a consulting firm specializing in the development of high-performing individuals and teams.

Ms. Torres received a B.S. in Psychology from Ball State, J.D. Law from Indiana University, and MBA from University of Michigan in 1990.

About bluebird bio, Inc.

bluebird bio is pioneering gene therapy with purpose. From our Cambridge, Mass., headquarters, we’re developing gene therapies for severe genetic diseases and cancer, with the goal that people facing potentially fatal conditions with limited treatment options can live their lives fully. Beyond our labs, we’re working to positively disrupt the healthcare system to create access, transparency and education so that gene therapy can become available to all those who can benefit.

bluebird bio is a human company powered by human stories. We’re putting our care and expertise to work across a spectrum of disorders including cerebral adrenoleukodystrophy, sickle cell disease, β -thalassemia and multiple myeloma using three gene therapy technologies: gene addition, cell therapy and (megaTAL-enabled) gene editing.

bluebird bio has additional nests in Seattle, Wash.; Durham, N.C.; and Zug, Switzerland. For more information, visit bluebirdbio.com.

Follow bluebird bio on social media: @bluebirdbio, LinkedIn, Instagram and YouTube.

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Forward-Looking Statements

This release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding the advancement of, and anticipated development and commercialization plans for, the Company's product candidates. Any forward-looking statements are based on management's current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to, the risks that results from our prior and ongoing clinical trials of our product candidates will not continue or be repeated in our ongoing or planned clinical trials; risks that the current or planned clinical trials of our product candidates will be insufficient to support future regulatory submissions or to support marketing approval in the U.S. and EU and the risk that our product candidates will not be successfully developed, approved or commercialized. For a discussion of other risks and uncertainties, and other important factors, any of which could cause our actual results to differ from those contained in the forward-looking statements, see the section entitled "Risk Factors" in our most recent Form 10-K as well as discussions of potential risks, uncertainties and other important factors in our subsequent filings with the Securities and Exchange Commission. All information in this press release is as of the date of the release, and bluebird bio undertakes no duty to update this information unless required by law.

bluebird bio
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