

bluebird bio, Inc.
Form 3
June 18, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|---|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Leschly Nick | | (Month/Day/Year) | bluebird bio, Inc. [BLUE] | |
| (Last) | (First) | (Middle) | 06/18/2013 | |
| C/O BLUEBIRD BIO, INC., Â 840 MEMORIAL DRIVE, 4TH FLOOR | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CAMBRIDGE, Â MA Â 02139 | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President and CEO | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 329,256 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Stock Option (right to buy) | Â (1) | 07/13/2021 | Common Stock | 129,564 | \$ 2.09 | D | Â |
| Stock Option (right to buy) | Â (2) | 06/04/2022 | Common Stock | 92,265 | \$ 2.09 | D | Â |
| Stock Option (right to buy) | Â (3) | 01/16/2023 | Common Stock | 326,877 | \$ 5.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Leschly Nick C/O BLUEBIRD BIO, INC. 840 MEMORIAL DRIVE, 4TH FLOOR CAMBRIDGE, MA 02139 | Â X | Â | Â President and CEO | Â |

Signatures

/s/ Linda C. Bain,
Attorney-in-Fact

06/18/2013

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) This option vests at a rate of twenty-five percent (25%) on April 15, 2012 and in 36 equal monthly installments thereafter.

(2) This option vests at a rate of twenty-five percent (25%) on May 1, 2013 and in 36 equal monthly installments thereafter.

(3) This option vests as follows: (i) 211,509 shares vest at a rate of twenty-five percent (25%) on January 1, 2014 and in 36 equal monthly installments thereafter; (ii) 33,649 shares vest at a rate of twenty-five percent (25%) on April 1, 2014 and in 36 equal monthly installments thereafter; and (iii) 81,719 shares vest at a rate of twenty-five percent (25%) on May 1, 2014 and in 36 equal monthly installments thereafter. An additional 153,825 shares will begin vesting upon the closing of the Issuer's initial public offering, at a rate of twenty-five percent (25%) on the one year anniversary of the date of closing of the Issuer's initial public offering and in 36 equal monthly installments thereafter.

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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