

Cole Jason  
Form 4  
February 01, 2018

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Cole Jason

(Last) (First) (Middle)

C/O BLUEBIRD BIO, INC., 60  
BINNEY STREET

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
bluebird bio, Inc. [BLUE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/30/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Chief Legal Officer

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. 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)
Common Stock	01/30/2018		M	25,000	A \$ 22.53	44,798	D
Common Stock	01/30/2018		S <sup>(1)</sup>	1,160	D \$ 192.4915	43,638	D
Common Stock	01/30/2018		S <sup>(1)</sup>	5,359	D \$ 193.7441	38,279	D
Common Stock	01/30/2018		S <sup>(1)</sup>	6,743	D \$ 194.6527	31,536	D

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Common Stock	01/30/2018	S <sup>(1)</sup>	2,951	D	\$ 195.5664 (5)	28,585	D
Common Stock	01/30/2018	S <sup>(1)</sup>	2,458	D	\$ 196.6336 (6)	26,127	D
Common Stock	01/30/2018	S <sup>(1)</sup>	2,027	D	\$ 197.6062 (7)	24,100	D
Common Stock	01/30/2018	S <sup>(1)</sup>	710	D	\$ 198.462 (8)	23,390	D
Common Stock	01/30/2018	S <sup>(1)</sup>	1,003	D	\$ 199.4324 (9)	22,387	D
Common Stock	01/30/2018	S <sup>(1)</sup>	1,062	D	\$ 200.8818 (10)	21,325	D
Common Stock	01/30/2018	S <sup>(1)</sup>	1,113	D	\$ 201.574 (11)	20,212	D
Common Stock	01/30/2018	S <sup>(1)</sup>	296	D	\$ 202.6799 (12)	19,916	D
Common Stock	01/30/2018	S <sup>(1)</sup>	118	D	\$ 203.6 (13)	19,798	D

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

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(9-02)

**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. Amount or Number of Shares
	\$ 22.53	01/30/2018		M	25,000	(14) 02/10/2024		25,000

Stock  
Option  
(right to  
buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
Cole Jason C/O BLUEBIRD BIO, INC. 60 BINNEY STREET CAMBRIDGE, MA 02142	Chief Legal Officer

## Signatures

/s/ Jason F. Cole                      02/01/2018

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* 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).
- (1) The sales reported in the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 13, 2017
- (2) The range in prices for the transaction reported on this line was \$192.00 to \$192.95. The average weighted price was \$192.4915. 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.
- (3) The range in prices for the transaction reported on this line was \$193.10 to \$194.05. The average weighted price was \$193.7441. 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.
- (4) The range in prices for the transaction reported on this line was \$194.10 to \$195.05. The average weighted price was \$194.6527. 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.
- (5) The range in prices for the transaction reported on this line was \$195.10 to \$196.05. The average weighted price was \$195.5664. 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.
- (6) The range in prices for the transaction reported on this line was \$196.10 to \$197.05. The average weighted price was \$196.6336. 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.
- (7) The range in prices for the transaction reported on this line was \$197.10 to \$198.00. The average weighted price was \$197.6062. 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.
- (8) The range in prices for the transaction reported on this line was \$198.10 to \$199.00. The average weighted price was \$198.4620. 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.
- (9) The range in prices for the transaction reported on this line was \$199.10 to \$200.05. The average weighted price was \$199.4324. 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.
- (10)

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The range in prices for the transaction reported on this line was \$200.20 to \$201.10. The average weighted price was \$200.8818. 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.

- (11) The range in prices for the transaction reported on this line was \$201.30 to \$202.05. The average weighted price was \$201.5740. 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.

- (12) The range in prices for the transaction reported on this line was \$202.40 to \$203.00. The average weighted price was \$202.6799. 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.

- (13) The range in prices for the transaction reported on this line was \$203.50 to \$203.70. The average weighted price was \$203.60. 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.

- (14) This option vests over a four-year period, at a rate of twenty-five percent (25%) on March 6, 2015 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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