

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)

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

### Table I - Non-Derivative Securities Beneficially Owned

|                                               |                                                                     |                                                                                   |                                                                     |
|-----------------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------|
| <p>1. Title of Security</p> <p>(Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned</p> <p>(Instr. 4)</p> | <p>3. Ownership Form:</p> <p>Direct (D)<br/>or Indirect (I)</p> <p>(Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p> |
|-----------------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------------------------------------|---------------------------------------------------------------------|

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)

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

|                             |       |            |              | Shares  |         | or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|--------------|---------|---------|----------------------------------|---|
| Stock Option (right to buy) | Â (1) | 04/13/2022 | Common Stock | 157,239 | \$ 2.09 | D                                | Â |
| Stock Option (right to buy) | Â (2) | 01/16/2023 | Common Stock | 103,151 | \$ 5.5  | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                                   | Relationships |           |                         |       |
|--------------------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                                                  | Director      | 10% Owner | Officer                 | Other |
| Davidson David<br>C/O BLUEBIRD BIO, INC.<br>840 MEMORIAL DRIVE, 4TH FLOOR<br>CAMBRIDGE, MA 02139 | Â             | Â         | Â Chief Medical Officer | 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 over a four-year period, at a rate of twenty-five percent (25%) on February 13, 2013 and in 36 equal monthly installments thereafter.

- This option vests as follows: (i) 67,048 shares vest at a rate of twenty-five percent (25%) on January 1, 2014 and in 36 equal monthly installments thereafter; (ii) 10,315 shares vest at a rate of twenty-five percent (25%) on April 1, 2014 and in 36 equal monthly installments thereafter; and (iii) 25,788 shares vest at a rate of twenty-five percent (25%) on May 1, 2014 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.