

FINGER ALISON CECILY

Form 3

February 20, 2018

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

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**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 \*

FINGER ALISON CECILY

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

02/14/2018

3. Issuer Name **and** Ticker or Trading Symbol  
bluebird bio, Inc. [BLUE]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
Chief Commercial Officer6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting PersonC/O BLUEBIRD BIO, INC., 60  
BINNEY STREET

(Street)

CAMBRIDGE, MA 02142

(City)

(State)

(Zip)

**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

834 <sup>(1)</sup>

D

A

Common Stock

2,750 <sup>(2)</sup>

D

A

Common Stock

2,063 <sup>(3)</sup>

D

A

Common Stock

6,250 <sup>(4)</sup>

D

A

Common Stock

3,942 <sup>(5)</sup>

D

A

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br><small>(Month/Day/Year)</small> |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|-----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
|                                               | Date<br>Exercisable                                                           | Expiration<br>Date | Title                                                                                | Amount or<br>Number of<br>Shares |                                                                       |                                                                                                         |                                                             |
| Stock Option (Right to buy)                   | Â <u>(6)</u>                                                                  | 09/01/2025         | Common Stock                                                                         | 25,000                           | \$ 128.86                                                             | D                                                                                                       | Â                                                           |
| Stock Option (Right to buy)                   | Â <u>(7)</u>                                                                  | 03/01/2026         | Common Stock                                                                         | 22,000                           | \$ 50.51                                                              | D                                                                                                       | Â                                                           |
| Stock Option (Right to buy)                   | Â <u>(8)</u>                                                                  | 02/01/2027         | Common Stock                                                                         | 11,000                           | \$ 75.6                                                               | D                                                                                                       | Â                                                           |
| Stock Option (Right to buy)                   | Â <u>(9)</u>                                                                  | 02/01/2028         | Common Stock                                                                         | 25,000                           | \$ 205.25                                                             | D                                                                                                       | Â                                                           |

## Reporting Owners

| Reporting Owner Name / Address                                                            | Relationships |           |                                  |       |
|-------------------------------------------------------------------------------------------|---------------|-----------|----------------------------------|-------|
|                                                                                           | Director      | 10% Owner | Officer                          | Other |
| FINGER ALISON CECILY<br>C/O BLUEBIRD BIO, INC.<br>60 BINNEY STREET<br>CAMBRIDGE, MA 02142 | Â             | Â         | Â Chief<br>Commercial<br>Officer | Â     |

## Signatures

/s/ Jason F. Cole -  
Attorney-in-fact

02/20/2018

\_\_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) Restricted stock units for common stock vest over a three-year period at a rate of 33% on August 17, 2016; 33% on August 17, 2017; and 34% on August 17, 2018.
- (2) Restricted stock units for common stock vest over a four-year period at a rate of 25% on January 1, 2017, 25% on January 1, 2018, 25% on January 1, 2019, and 25% on January 1, 2020.
- (3) Restricted stock units for common stock vest over a four-year period at a rate of 25% on January 4, 2018, 25% on January 4, 2019, 25% on January 4, 2020, and 25% on January 4, 2021.
- (4) Restricted stock units for common stock vest over a four-year period at a rate of 25% on January 4, 2019, 25% on January 4, 2020, 25% on January 4, 2021, and 25% on January 4, 2022.
- (5) 648 shares were acquired under the bluebird bio, Inc. employee stock purchase plan.
- (6) This option vests over a four-year period, at a rate of twenty-five percent (25%) on August 17, 2016 and in 36 equal monthly installments thereafter.
- (7) This option vests over a four-year period, at a rate of twenty-five percent (25%) on January 1, 2017, and in 36 equal monthly installments.

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- (8) This option vests over a four-year period, at a rate of twenty-five percent (25%) on January 4, 2018 and in 36 equal monthly installments thereafter.
- (9) This option vests over a four-year period, at a rate of twenty-five percent (25%) on January 4, 2019, and in 36 equal monthly installments.

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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