

bluebird bio, Inc.  
Form 4  
June 26, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Arch Venture Fund VII LP

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
8725 WEST HIGGINS ROAD, SUITE 290  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/24/2013

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

CHICAGO, IL 60631

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
Common Stock	06/24/2013		C	V 1,793,588 (1)	A \$ 0 1,793,588	D (2)	

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)**

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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 Underlying Securities (Instr. 3 and 4)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares
Series C Convertible Preferred Stock	(2)	06/24/2013		C	19,971,242	(2) (2)	Common Stock	1,052	
Series D Convertible Preferred Stock	(3)	06/24/2013		C	14,047,762	(2) (2)	Common Stock	740	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Arch Venture Fund VII LP 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		
ARCH Venture Partners VII, L.P. 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		
ARCH Venture Partners VII, LLC 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		
BYBEE CLINTON 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		
CRANDELL KEITH 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		
NELSEN ROBERT 8725 WEST HIGGINS ROAD SUITE 290 CHICAGO, IL 60631		X		

## Signatures

By: /s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of the general partner of the general partner of ARCH Fund VII	06/26/2013
__Signature of Reporting Person	Date
/s/ Mark McDonnell, as Attorney-in-fact for Keith Crandell, Managing Director of the general partner of ARCH Partners VII	06/24/2013
__Signature of Reporting Person	Date
/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell, Managing Director of ARCH VII LLC	06/24/2013
__Signature of Reporting Person	Date
/s/ Mark McDonnell, as Attorney-in-Fact for Clinton Bybee	06/24/2013
__Signature of Reporting Person	Date
/s/ Mark McDonnell, as Attorney-in-Fact for Keith Crandell	06/24/2013
__Signature of Reporting Person	Date
/s/ Mark McDonnell, as Attorney-in-Fact for Robert Nelsen	06/24/2013
__Signature of Reporting Person	Date

## 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) Represents the total number of shares received upon conversion of shares of the Issuer's Series C Convertible Preferred Stock (the "Series C Shares") and Series D Convertible Preferred Stock (the "Series D Shares" and together with the Series C Shares, collectively, the "Preferred Shares").

(2) Beneficial ownership consists of 1,793,588 shares of Common Stock held by ARCH Venture Fund VII, L.P. ("ARCH Fund VII"). The sole general partner of ARCH Fund VII is ARCH Venture Partners VII, L.P. ("ARCH Partners VII"), which may be deemed to be the beneficial owner of the shares held by ARCH Fund VII. The sole general partner of ARCH Partners VII is ARCH Venture Partners VII, LLC ("ARCH VII LLC"), which may be deemed to be the beneficial owner of the shares held by ARCH Fund VII. ARCH Partners VII and ARCH VII LLC disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein. The managing directors of ARCH VII LLC are Keith Crandell, Clinton Bybee and Robert Nelsen, and they may be deemed to beneficially own the shares held by ARCH Fund VII. Messrs. Crandell, Bybee and Nelsen disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

(3) Effective upon the closing of the Issuer's initial public offering of its Common Stock, each Preferred Share automatically converted at a ratio of 18.967-to-one into the number of shares of Common Stock shown in column 7. The Preferred Shares had no expiration date.

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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