

The Way We Fly

Code of Business Conduct and Ethics





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before
you begin:



A message from Nick Leschly, our chief bluebird

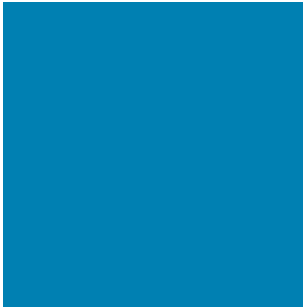
At bluebird bio, we're pioneering the promising world of gene therapy with a deep sense of purpose – to ensure lives are lived fully. We want to recode science, systems, and the status quo where it leads to better because it's the right thing to do. This ambition is rooted in our culture of radical care for patients and people, enabled by our Values, which are non-negotiable.

Our Code of Business Conduct and Ethics ("the Code") guides our flock in pursuit of this purpose, showing us how to do what is right – for our patients, fellow birds and our partners. It also offers resources to help us make good decisions and uphold our policies each day.

I ask that you read through the Code carefully, but don't stop there. Keep the Code close and refer to it often. Believe me, you'll need it – because business can get complicated, and the right thing to do will not always be clear. There may also be times when you suspect behavior that goes against our Code, our policies, or the law. If that happens, share your concerns and reach out right away.

At bluebird, we operate with a spirit of individual collectivism, where each of us moves forward with a sense of personal autonomy, but dream big and work together as one team. It's challenging and rewarding work, and I'm grateful to be flying with you.

Nick
chief bluebird





Our Values are non-negotiable

true blue | b colorful • b cooperative • b yourself





Our Code

Purpose and overview

At bluebird we fly for the possibility of fuller, healthier lives. While our primary focus is patients and families, we're also serving our employees, our customers and partners, and the broader society in which we live.

In that spirit, we have worked hard to build our reputation and have the conviction and courage to do what's right in an industry that too often resists change. It is everyone's responsibility to work with integrity to protect our reputation, advance our mission, and help our company thrive in today's complex competitive business environment.

To help you, we have created this Code of Business Conduct and Ethics ("the Code"), which offers guidance to help you:

- » Comply with applicable laws, regulations, and company policies.
- » Promote integrity and the highest standards of ethical conduct.
- » Address common ethical situations you could encounter in your work.
- » Avoid anything improper in connection with bluebird's business activities.

All employees of bluebird and its subsidiaries, including corporate officers and members of our Board of Directors, are required to read, understand, and follow our Code. Business partners, such as vendors, consultants, and temporary employees who serve as an extension of bluebird are also expected to follow the Code, as well as any applicable contractual provisions.

bluebird is committed to compliance with all laws, rules, and regulations that apply to our business, so it is important to be aware of different laws and customs that apply in the countries where we operate. If any provision of our Code conflicts with a local law or requirement, you should seek guidance from your manager or Compliance.





It is impossible to anticipate every question you may have, so in addition to the Code, bluebird also has other resources that can be of help. These additional resources are listed throughout the Code but as always, you can reach out to Compliance for further guidance.

Responsibilities of all bluebirds

Each of us must be accountable and take responsibility for acting with integrity, even when this means making difficult choices. Meeting our responsibilities is what enables us to succeed and grow.

- » Always act in a professional, honest, and ethical manner when acting on bluebird's behalf.
- » Know the information in the Code and written company policies and pay particular attention to the topics that apply to your specific job responsibilities.
- » Complete all required employee training in a timely manner and keep up-to-date on current standards and expectations.
- » Report concerns about possible violations of our Code, our policies, or the law to your manager, an executive, or any of the resources listed in this Code.
- » Cooperate and tell the truth when responding to an investigation or audit, and never alter or destroy records in response to an investigation or when an investigation is anticipated.

Remember: No reason, including the desire to meet business goals or helping a patient in need, should ever be an excuse for violating our Code, our policies, or the law.



A little bird told me

I'm a manager and not clear what my obligations are if someone comes to me with an accusation – and what if it involves a senior manager?

No matter who is involved in the allegation, you must report it. bluebird provides several avenues for reporting concerns. If for any reason you are uncomfortable making a report to a particular person, you may talk to any of the other resources listed in the Code or another member of management.

authentic



Making the right choice

Choosing the right thing to do is not always easy. There may be times when you will feel under pressure or unsure of what to do. Always remember that when you have a tough choice to make, you are not alone. There are resources available to help you.

Facing a difficult decision?



It may help to ask yourself:

Is it legal?

Is it consistent with our Code
and our Values?

Would I feel comfortable if others
within bluebird knew about it?

Would I feel comfortable if
my decision or my actions
were made public?

If the answer to all of these questions is "yes," the decision to move forward is probably OK, but if the answer to any question is "no" or "I'm not sure," stop and seek guidance.

Remember, in any situation,
under any circumstances, you can
always ask for help.

One more thing ...

We value your feedback. If you have suggestions for ways to enhance our Code, our policies, or our resources to better address a particular issue you have encountered, bring them forward. Our openness to one another is what helps us build and fly together and promoting an ethical bluebird is a responsibility we all share.



What to expect when you use the bluebird bio hotline

The hotline web portal and call center are hosted by an independent third party, making it available 24 hours a day, 365 days a year. All reports are forwarded to the appropriate resources within bluebird for further investigation.

When you report a concern, you may choose to remain anonymous where allowed by local law. If you choose to remain anonymous, your information will not be passed onto bluebird. All reports will be treated equally, whether they are submitted anonymously or not. Keep in mind, however, that reporting anonymously may make it difficult for bluebird to fully investigate.

Any report you make will be kept confidential by all individuals involved with reviewing and, if necessary, investigating it.

Remember, an issue cannot be addressed unless it is brought to someone's attention.

A little bird told me

Our manager typically does nothing when concerns about potential misconduct are brought to their attention, and I believe they have made things difficult for coworkers who have raised issues. I have a problem – a coworker is doing something that I believe to be ethically wrong. What should I do?

Take action and speak up. It is everyone's responsibility to report misconduct. While starting with your manager is often the best way to efficiently address concerns, if you do not believe it is appropriate or do not feel comfortable doing so, you should talk to another member of management or contact any of the resources listed in the Code.

A little bird told me

Someone misused the hotline, made an anonymous call, and falsely accused someone of wrongdoing.

Experience has shown that the hotline is rarely used for malicious purposes, but it is important to know that we will follow up on calls. Anyone who uses our reporting channels in bad faith to spread falsehoods or threaten others, or with the intent to unjustly damage another person's reputation, will be subject to disciplinary action.



Asking questions and reporting concerns – the bluebird bio hotline

If you see or suspect any violation of our Code, our policies, or the law, or if you have a question about what to do, talk to your manager.

If you are uncomfortable speaking with your manager, there are other resources available to help you:

- » Contact another member of management.
- » Contact Compliance (compliance@bluebirdbio.com) or the People and Culture team.
- » Call the bluebird bio hotline.

bluebird will make every reasonable attempt to ensure that your concerns are addressed appropriately.



Our non-retaliation policy

We will not tolerate any retaliation against any employee who, in good faith, asks questions, makes a report of actions that may be inconsistent with our Code, our policies, or the law, or who assists in an investigation of suspected wrongdoing.

Reporting “in good faith” means making a genuine attempt to provide honest, complete, and accurate information, even if it later proves to be unsubstantiated or mistaken.

A little bird told me

I suspect there may be some unethical behavior going on in my department involving my manager. I know I should report my suspicions, and I’m thinking about using the bluebird hotline, but I’m concerned about retaliation.

You are required to report misconduct and, in your situation, using the hotline is a good option. We will investigate your suspicions and may need to talk to you to gather additional information. After you make the report, if you believe you are experiencing any retaliation, you should report it. We take claims of retaliation seriously. Reports of retaliation will be thoroughly investigated and, if they are true, retaliators will be disciplined.

Accountability and discipline

Violating our Code, our policies, or the law, or encouraging others to do so, exposes bluebird to liability and puts our reputation at risk. If an ethics or compliance problem does occur, we are all accountable to report it so that an effective solution can be developed. You should also understand that violations of laws or regulations may result in legal proceedings and penalties including, in some circumstances, criminal prosecution.



b
respectful

Promoting a respectful workplace

Celebrating our diversity

birds of a feather flock together – this is about belonging. When you feel like you belong, you allow yourself to be the real you – the you who speaks up knowing your voice is heard and your opinion matters. When you feel like you belong, you're at your very best and that sense of belonging only happens when we live out our Values every single day, when we put patients and each other first and when we respect, admire, and celebrate our commonalities and our differences.

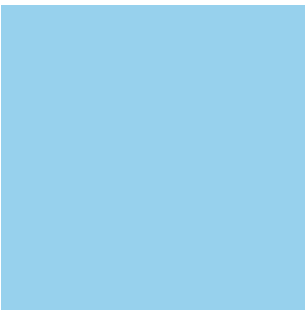
bluebird brings together employees with a wide variety of backgrounds, skills, and cultures. Combining such a wealth of talent and resources creates the diverse and dynamic teams that consistently drive results.

Our colleagues, job applicants, and business partners are entitled to respect and should be judged on the basis of their qualifications, demonstrated skills, and achievements.

We support laws prohibiting discrimination based on protected characteristics such as a person's race, color, gender, gender identity, national origin, age, religion, disability, veteran status, marital status, or sexual orientation.

Do the right thing

- » Treat others respectfully and professionally.
- » Promote diversity in hiring and other employment decisions.
- » Do not discriminate against others on the basis of any other characteristic protected by law or company policy.





Watch out for

- » Comments, jokes, or materials, including emails, which others might consider offensive.
- » Inappropriate bias when judging others. If you supervise others, judge them on performance. Avoid introducing unrelated considerations into your decisions. Use objective, quantifiable standards.

A little bird told me

One of my coworkers sends emails containing jokes and derogatory comments about certain nationalities. They make me uncomfortable, but no one else has spoken up about them. What should I do?

You should notify your immediate manager, reach out to the People and Culture team, Compliance, or raise the issue on the hotline. Sending these kinds of jokes violates our Values as well as our policies that relate to the use of email and our standards on diversity, harassment, and discrimination. By doing nothing you are condoning discrimination and tolerating beliefs that can seriously erode the team environment that we have all worked to create.

Promoting a harassment-free bluebird

We all have the right to work in an environment that is free from intimidation, harassment, and abuse.

Verbal or physical conduct by any employee that harasses another, disrupts another's work performance, or creates an intimidating, offensive, abusive, or hostile work environment will not be tolerated.

At bluebird, we do not tolerate:

- » Threatening remarks, obscene phone calls, stalking, or any other form of harassment.
- » Causing physical injury to another.
- » Intentionally damaging someone else's property or acting aggressively in a manner that causes someone else to fear injury.
- » Threatening, intimidating, or coercing others on or off the premises – at any time, for any purpose.
- » Weapons in the workplace – this includes not only our facilities, but also parking lots and alternate work locations maintained by our company.



Do the right thing

- » Help each other by speaking out when a coworker's conduct makes others uncomfortable.
- » Never tolerate sexual harassment including requests for sexual favors, or other unwelcome verbal or physical conduct of a sexual nature.
- » Demonstrate professionalism. Do not visit inappropriate internet sites or display sexually explicit or offensive pictures.
- » Promote a positive attitude toward policies designed to build a safe, ethical, and professional workplace.
- » Report all incidents of harassment and intimidation that may compromise our ability to work together and be productive.

Watch out for

- » Unwelcome remarks, gestures, or physical contact.
- » The display of sexually explicit or offensive pictures or other materials.
- » Sexual or offensive jokes or comments (explicit or by innuendo) and leering.
- » Verbal abuse, threats, or taunting.

Sexual harassment

A common form of harassment is sexual harassment, which in general occurs when:

- » Actions that are unwelcome are made a condition of employment or used as the basis for employment decisions such as a request for a date, a sexual favor, or other similar conduct of a sexual nature.
- » An intimidating, offensive, or hostile work environment is created by unwelcome sexual advances, insulting jokes, or other offensive verbal or physical behavior of a sexual nature.





A little bird told me

While on a business trip, a colleague of mine repeatedly asked me out for drinks and made comments about my appearance that made me uncomfortable. I asked them to stop, but they wouldn't. We weren't in the office and it was after regular working hours, so I wasn't sure what I should do. Is it harassment?

Yes, it is. This type of conduct is not tolerated, not only during working hours but in all work-related situations, including business trips. Tell your colleague such actions are inappropriate and must be stopped, and if they continue, report the problem.

b curious

Equal Opportunity and Freedom from Discrimination and Harassment Policy

Maintaining health and safety

Ensuring safety is an integral part of everything we do. We care about you and your safety, which is why each of us is responsible for acting in a way that protects ourselves and others.

We can only achieve our goal of a safe and healthy workplace through every bluebird's active participation and support. Situations that may pose a health, safety, or environmental hazard should be reported immediately. All reports can be made without fear of reprisal.

Safety is a condition of employment, and we expect the commitment of each director, officer, and employee to make bluebird an accident-free workplace.

Do the right thing

- » Observe the safety, security, and health rules and practices that apply to your job.
- » Notify your manager immediately about any unsafe equipment, or any situation that could pose a threat to health or safety or damage the environment. As an employee, you have the right and the responsibility to stop any work if you feel your safety is at risk.
- » Maintain a neat, safe working environment by keeping workstations, aisles, and other workspaces free from obstacles, wires, and other potential hazards.

Watch out for

- » Unsafe practices or work conditions.
- » Carelessness in enforcing security standards, such as facility entry procedures and password protocols.



Alcohol and drugs

While at work or on bluebird business:

- » You should always be ready to carry out your work – never impaired.
- » Do not use, possess, or be under the influence of illegal drugs or any substance that could interfere with a safe and effective work environment or harm bluebird's reputation.

Workplace violence

Violence of any kind has no place at bluebird. We won't tolerate:

- » Intimidating, threatening, or hostile behavior.
- » Causing physical injury to another.
- » Acts of vandalism, arson, sabotage, or other criminal activities.
- » The carrying of weapons onto company property unless you are authorized to do so.
- » Possession of a firearm, explosive, or other dangerous weapon on bluebird premises or use of an object as a weapon.
- » Inflicting or threatening injury or damage to another person's life, health, well-being, family, or property.

A little bird told me

I've noticed some practices in my area that don't seem safe. Who can I speak to? I'm new here, and don't want to be considered a troublemaker.

Discuss your concerns with your manager, the People and Culture team, or you can also raise it on the hotline. There may be very good reasons for the practices, but it is important to remember that raising a concern about safety does not make you a troublemaker, but a responsible employee concerned about the safety of others.

A little bird told me

A subcontractor commits a violation of our standards. Are subcontractors expected to follow the same health, safety, and security policies, and procedures as employees?

Absolutely. Managers and the bluebird Sponsor are responsible for ensuring that subcontractors and vendors at work on bluebird premises understand and comply with all applicable laws and regulations governing the particular facility, as well as with additional requirements our company may impose.



b
conscientious

Safeguarding bluebird

Protecting our assets

We are entrusted with bluebird's physical and electronic assets and are personally responsible for protecting them and using them with care. Personal use of bluebird assets is discouraged, but where permitted, should be kept to a minimum and have no adverse effect on productivity and the work environment.

Physical assets

These assets include our facilities, equipment, property, materials, tools, supplies, and vehicles. Use these assets responsibly and appropriately and observe good physical security practices to prevent risk of unauthorized access or use. Never lend, sell, or give these assets away unless you are authorized to do so, and don't use them for your personal use or the use of family or friends.

Electronic assets

These assets include computer and communication systems, software, and hardware. Files and records are also our assets, and we have a responsibility to ensure their confidentiality, security, and integrity.

Be aware that any information you create, share, or download onto company systems belongs to bluebird, and we have the right to review and monitor system use at any time without notifying you, to the extent permitted by law.

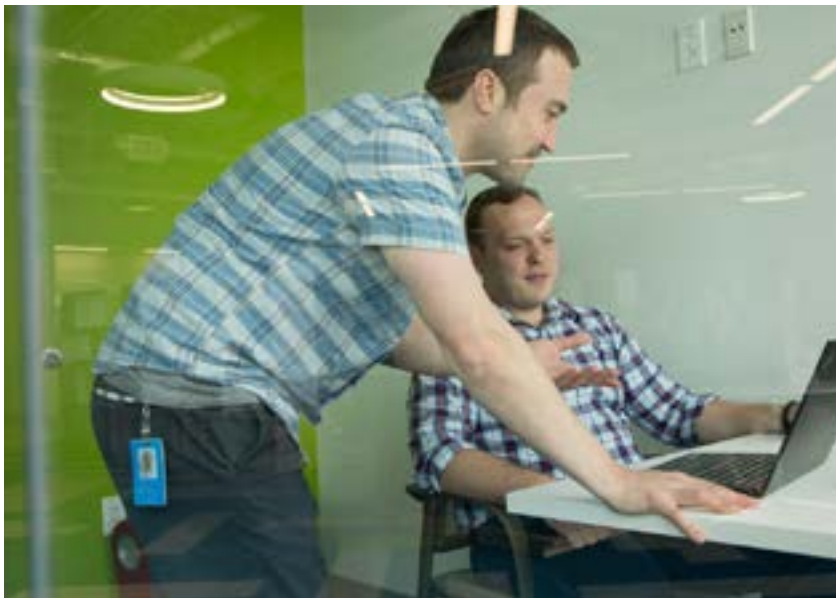


Do the right thing

- » Do not use bluebird equipment or information systems to create, store, or send content that others might find offensive.
- » Do not share passwords or allow other people, including friends and family, to use bluebird resources.
- » Lock your workstation when you step away and log off our systems when you complete your work for the day.
- » Beware of phishing attempts – use caution in opening email attachments from unknown senders or clicking on suspicious links.
- » Only use software that has been properly licensed and equipment which has been approved for use. The copying or use of unlicensed or “pirated” software on company computers or other equipment to conduct bluebird business is strictly prohibited. If you have any questions about whether or not a particular use of software is licensed or if you can use certain equipment, contact our IT service provider.

Watch out for

- » Requests to borrow or use bluebird equipment without approval.
- » Unknown individuals without proper credentials entering our facilities.
- » Excessive use of bluebird resources for personal purposes.





Protecting our information

In the course of our work, many of us have access to sensitive information including, for example, confidential and/or proprietary information and intellectual property of the company, fellow employees, our customers, business partners, or other third parties.

Confidential information

This information is sensitive and critical to our business, and it is not available to the public. Examples of our confidential information include:

- » Business and marketing plans.
- » Company initiatives (existing, planned, proposed, or developing).
- » Customer lists.

Intellectual property

Intellectual property (IP) is a type of confidential information that is a critical asset that we create in our work at bluebird. It belongs to bluebird and may not be used for personal gain. Examples of our IP include:

- » Trade secrets and discoveries.
- » Methods, know-how, and techniques.
- » Innovations and designs.
- » Systems, software, and technology.
- » Patents, trademarks, and copyrights.

Each of us must be vigilant and protect this information by keeping it secure, limiting access to those who have a need to know in order to do their job, and only using it for authorized purposes. Also, be aware that you have an obligation to protect this information even after your employment ends.

Do the right thing

- » Properly label confidential information to indicate how it should be handled, distributed, and destroyed.
- » Only store or communicate company information using bluebird information systems.

humble



- » Understand the expectations of customers and business partners regarding the protection, use, and disclosure of the confidential information that they provide to us.
- » Limit any access to third-party confidential information to those persons who have a need to know in order to do their job, and only for authorized purposes.
- » Immediately report any loss or theft of confidential information to your manager.

Watch out for

- » Discussions of bluebird confidential information in places where others might be able to overhear – for example on planes and elevators, and when using mobile phones.
- » Sending confidential information to unattended printers.
- » Requests by business partners for confidential information about our customers or about other business partners if there is no associated business requirement or authorization.
- » Unintentional exposure of confidential information about our customers or business partners in public settings or through unsecure networks.

Cooperating with investigations and audits

All employees are expected to fully cooperate with internal and external investigations and audits that bluebird conducts. In addition, in the course of business, you may receive inquiries or requests from government officials.

Do the right thing

- » Cooperate fully with investigations and audits and ensure that any information you provide is true, accurate, and complete.
- » If you learn of a potential government investigation or inquiry, immediately notify your manager and the Legal or Compliance Department before taking or promising any action.

Watch out for

- » Falsified information. Never destroy, alter, or conceal any document in anticipation of or in response to a request for these documents.
- » Unlawful influence. Never provide or attempt to influence others to provide incomplete, false, or misleading statements to a company or government investigator.



Avoiding conflicts of interest

A conflict of interest can occur whenever you have a competing interest that may interfere with your ability to make an objective decision on behalf of bluebird.

Each of us is expected to use good judgment and avoid situations that can lead to even the appearance of a conflict, which can undermine the trust others place in us and damage our reputation.

Conflicts of interest may be actual, potential, or even just a matter of perception. Since these situations are not always clear-cut, you need to fully disclose them to your manager so that we can properly evaluate, monitor, and manage them.

Do the right thing

- » Avoid conflict of interest situations whenever possible.
- » Always make business decisions in the best interest of bluebird.
- » Discuss with your manager full details of any situation that could be perceived as a potential conflict of interest.
- » Think ahead and proactively address situations that may put your interests or those of a family member in potential conflict with bluebird.

Be alert to situations, including the following, which are common examples of potential conflicts of interest:

Corporate opportunities

If you learn about a business opportunity because of your job, your obligation as a bluebird employee comes first. This means that you should not take that opportunity for yourself unless you get approval from the Legal Department.

Friends and relatives

On occasion, it is possible that you may find yourself in a situation where you are working with a close friend or relative who works for a hospital, supplier, or competitor. Since it is impossible to anticipate all situations that may create a potential conflict, you should disclose your situation to your manager or Legal/Compliance Department in order to determine if any precautions need to be taken.

Outside employment

To make sure there are no conflicts and that potential issues are addressed, you always need to disclose and discuss outside employment with your manager. If approved, you must ensure that the outside activity does not interfere with your work at bluebird. Working for a competitor, supplier, or another company may raise conflicts that will need to be resolved. Also, any approved side or personal business should not compete with bluebird.



Personal investments

A conflict can occur if you have a significant ownership or other financial interest in a competitor, vendor, supplier, or another company. Make sure you know what is permitted – and what is not – by our policies and seek help with any questions.

Civic activities

Unless bluebird management specifically asks you to do so, you shouldn't accept a seat on the board of directors or advisory board of any of our competitors, suppliers, customers, or partners, especially if your current job gives you the ability to influence our relationship with them.

Knowing the rules about gifts and entertainment

A modest gift may be a thoughtful “thank you,” or a meal may be an appropriate setting for a business discussion. If not handled carefully, however, the exchange of gifts and entertainment may appear to create a conflict of interest or other misconduct. This is especially true if it happens frequently, or if the value is large enough that someone may think it can improperly influence a business decision. Proper records of such expenses must also be created and maintained.

We do not accept or provide gifts, favors, or entertainment – even if it complies with our policies – if the intent is to improperly influence any decision.

Do the right thing

- » Only provide and accept gifts and entertainment that are reasonable, appropriate and approved.
- » Never provide or accept gifts or entertainment that obligate or appear to obligate the recipient.
- » Never accept gifts of any kind from a business partner with whom you are involved in contract negotiations.
- » Understand and comply with the policies of the recipient's organization before offering or providing gifts, favors, or entertainment.
- » Never accept cash or cash equivalents.
- » Do not request or solicit personal gifts, favors, entertainment, or services.
- » Raise a concern if you suspect that a colleague, third party, or other bluebird representative may be engaged in any attempt to improperly influence a decision of a customer or government official.



Watch out for

- » Situations that could embarrass you or bluebird, including entertainment at sexually oriented establishments.
- » Gifts, favors, or entertainment that may be reasonable for a privately owned customer but not for a government official or agency.

A little bird told me

When traveling, I received a gift from a business partner that I believe was excessive. What should I do?

You need to let your manager or Compliance know as soon as possible. We may need to return the gift with a letter explaining our policy or it may be to distribute it to employees to avoid any perceived conflict of interest.

A little bird told me

During contract negotiations with a potential new supplier, the new supplier mentioned that they had a complimentary registration to a local business seminar. They are unable to attend and asked if I would like to go in their place. I had been thinking of attending the seminar anyway, since the subject of the seminar applies to my work. There's no personal gain to me, it would be good for bluebird, and it would be a shame to waste the registration. I planned on saying "yes," but now I wonder if that would be the right decision.

You should decline the offer. If you are involved in contract negotiations, you must never accept any gifts while the negotiation process is ongoing. Accepting gifts during negotiations can give the appearance of something improper and is always inappropriate.

Speaking on behalf of bluebird

We are committed to maintaining honest, professional, and lawful internal and public communications.

Our company needs a consistent voice when making disclosures or providing information to the public. For this reason, it is important that only authorized individuals speak on behalf of bluebird.

Full, fair, and timely disclosures

As a public company, bluebird is committed to meeting its obligations of full, fair, and timely disclosure in all reports and documents that describe our business and financial results, and other public communications.



Social media

Be careful when writing communications that might be published online. If you participate in internet discussion groups, chat rooms, bulletin boards, blogs, social media sites, or other electronic communications, even under an alias, never give the impression that you are speaking on behalf of bluebird.

- » Think carefully before you hit the “send,” “share,” or “like” button. Never disclose confidential business information or post anything that would constitute a threat, intimidation, harassment, bullying, or discrimination.

Do the right thing

- » Allow only authorized individuals to speak on bluebird’s behalf.
- » Refer communications with media, investors, stock analysts, and other members of the financial community to Corporate Communications.
- » If you believe a false statement about our company has been posted, do not post or share nonpublic information, even if your intent is to “set the record straight.” Your posting might be misinterpreted, start false rumors, or may be inaccurate or misleading. Instead, contact Corporate Communications.

Watch out for

- » Giving public speeches, writing articles for professional journals, or other public communications that relate to bluebird without appropriate management approval.
- » The temptation to use your title or affiliation outside of your work for bluebird without it being clear that the use is for identification only.
- » Invitations to speak “off the record” to journalists or analysts who ask you for information about bluebird or its customers or business partners.

b curious

Global Policy on Corporate Communications and Disclosures

Global Policy on Social Media Use

caring



b
responsible

Honoring our responsibilities to others

Interacting with healthcare professionals, patients, and suppliers

We put patients first. In our interactions with healthcare professionals, we promote patient welfare by observing good business practices, meeting industry standards, and complying with bluebird policies.

We also comply with all country, federal, and state laws that govern our relationships with healthcare professionals, patients, and suppliers, regardless of where they occur. Make sure that any interactions are professional and serve a legitimate business purpose, and never engage in any conduct that is intended to – or could even suggest the appearance of – improperly influencing a healthcare professional’s decision.

Supplier relations

bluebird evaluates and engages with qualified suppliers (including vendors) on an objective basis grounded in fairness. When selecting suppliers, we assess each supplier’s ability to satisfy our business and technical needs and requirements. We also make purchasing decisions based on the long-term cost and benefit to bluebird. All agreements are negotiated in good faith and must be fair and reasonable for both parties.

Do the right thing

- » Never pay or offer to pay anyone, including colleagues, physicians, or any other provider to refer a patient. If you are offered any kind of payment or transfer of value for a patient referral, turn it down.



- » Do not offer or give anything of value to influence or reward prescribing, using, purchasing, leasing, or recommending certain products or services.

Watch out for

- » Gift-giving – anti-bribery/anti-corruption laws and our policies strictly limit what we may give healthcare professionals and patients in the way of gifts, promotional items/swag, and other hospitality and business courtesies.
- » Improper influence – don't interfere with a healthcare professional's independent judgment.

b curious

Global Policy on Interactions with Healthcare Professionals and Healthcare Organizations

Global Policy on Interactions with Patients and Patient Organizations

Protecting privacy

Protecting the personal information of others is vital, especially in our industry. Follow our policies and all applicable laws in collecting, accessing, using, storing, sharing, and disposing of sensitive information. Only collect it, use it, and share it with others outside of bluebird when we have a legitimate business purpose and the appropriate consents and contractual safeguards.

Make sure you know the kind of information that is considered personal information. It includes anything that could be used to identify someone, either directly or indirectly, such as a name, email address, phone number, or credit card number.

Privacy and complying with HIPAA and GDPR

bluebird complies with laws such as the Health Insurance Portability and Accountability Act (HIPAA) and European Union General Data Protection Regulation (GDPR) which protect the privacy of personally identifiable information (PII) and protected health information (PHI). We collect only the minimum PHI or PII needed to perform our work and use it only for legitimate business purposes.

- » PII is information that can be used to trace someone's identity or can be combined with other personal information to do so (for example, a name, address, social security number, driver's license number, or account number).
- » PHI is a specific type of personal information that identifies an individual and relates to a person's physical or mental health, treatment, or payment for health care.



Watch out for

- » Sending sensitive information to unattended fax machines or printers.
- » Failing to shred or securely dispose of sensitive information.
- » Using “free” or individually purchased internet hosting, collaboration, or cloud services.

b curious

Privacy Notice

Reporting adverse events

We have an obligation to report any issue that could compromise the quality or safety of the products or services we provide to healthcare providers or patients.

If you see, suspect, or become aware of a situation that is unsafe, doesn't comply with bluebird's quality policies or procedures, or could adversely affect any of our products, you have a responsibility to immediately bring it to the attention of your manager **and** report it within 24 hours to Pharmacovigilance at bluebirdsafety@bluebirdbio.com. By acting quickly, you help us to address and correct the issue before it presents a risk to those we serve.

Guarding against fraud, waste, and abuse

bluebird is committed to the integrity of the healthcare system and to detecting, correcting, and preventing false claims. As part of this commitment, we expect our employees to be able to recognize and report instances of fraud, waste, and abuse.

Each of us has a responsibility to ensure payments and transactions are properly authorized and fully and accurately recorded in compliance with all applicable laws and bluebird policies.

Do the right thing

- » Complete all required training and know the definitions of “fraud,” “waste,” and “abuse.”
- » Ensure timely and accurate documentation, coding, and billing that reflect services ordered and actually performed.
- » Only bill for services we actually provide.
- » Promptly report any instances of suspected fraud, waste, or abuse.



Watch out for

- » Activities that constitute fraud, waste, or abuse, such as:
 - Billing for services, procedures, or supplies that have not actually been provided.
 - Providing services to patients that are not medically necessary.
 - Forging a physician's signature to obtain pharmaceuticals.
 - Intentionally misrepresenting or manipulating information to receive payment for services that were not provided.
- » Lack of supporting documentation, where it is required.

Following research protocols

Research is a critical component of healthcare delivery and is at the heart of all medical advances. The research we conduct at bluebird is not only scientifically beneficial but also upholds the ethical principles of research.

Research misconduct

bluebird will not tolerate research misconduct of any kind. That includes:

- » **Fabrication** – making up data or results and recording or reporting the fabricated information.
- » **Falsification** – manipulating research materials, equipment, or processes, or changing or omitting data or results to misrepresent the research.
- » **Plagiarism** – using another person's ideas, processes, results, or words without giving appropriate credit.

Do the right thing

- » Review and follow all policies regarding the proposal, approval, conduct, and reporting of research.
- » Direct any research-related questions (that your team can't answer) or participant complaints to bluebird's Chief Scientific Officer.

Watch out for

- » Situations that could lead to conflicts. Avoid any relationship or activity that could influence or appear to influence your ability to protect research participants or compromise the validity of research results.
- » Possible misconduct.



A little bird told me

I noticed a mistake in data that was announced in a scientific meeting, but the data was from an ongoing study. Is that considered misconduct?

No. Making a mistake is not intentional misconduct, however it would be if you realized the mistake and did not speak up. If you become aware of a mistake, notify the clinical development operations and the scientific communications team so that corrective actions can be taken.

Ethical marketing and advertising

bluebird's advertising and promotion efforts focus on conveying truthful, non-misleading, and fair, balanced information to healthcare professionals, patients, and customers. We only promote our pharmaceutical products for uses that have been approved or authorized by appropriate government or regulatory agencies, (e.g., we don't promote in the United States a use that has been approved by another country's government but not the U.S. government). Our product claims are grounded in scientific evidence, accepted medical practice, and government-approved labeling rules in all countries where we operate.

b curious

Global Policy on Healthcare Communications

Promoting product safety and quality

We develop our products with patient communities in mind and are dedicated to ensuring they receive safe, high-quality therapies. Our commitment to safety, integrity, strength, purity, and quality has allowed us to earn the trust of patients and physicians around the world.

transparent



How we inspire trust

We deliver on our promises and ensure that we meet the highest standards by:

- » Innovating our processes and operations everywhere we do business.
- » Following the most stringent regulations applicable.
- » Testing our products to ensure that only those of the highest quality reach the market.
- » Evaluating the performance of our products throughout their lifecycle to ensure quality and reliability.
- » Ensuring the traceability/chain-of-identity of all products so patients receive only the cells they donated.

Do the right thing

- » Help bluebird continue producing quality products by always adhering to the highest standards, and never sacrificing quality to meet a company target or deadline.
- » If you see or suspect activity that goes against our commitment, speak up and say something to Quality Assurance or through the bluebird bio hotline.

A little bird told me

I think there may be an issue with one of the manufacturing processes at my facility, but we are behind schedule and if I say anything, we will be delayed further as the company investigates. What should I do?

bluebird never sacrifices quality to meet a deadline or target. You should report the matter immediately.



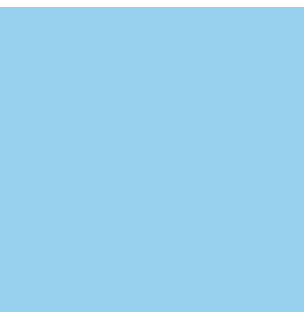


b
Trustworthy

Doing the right thing

Complying with healthcare laws/regulations

We comply with all applicable laws that regulate our business. Many of these laws concern the way we promote and sell our products. It is never acceptable to try to influence purchasing decisions in any way that is unethical, inappropriate, or illegal, or creates a potential conflict of interest. We are honest, open, and up-front when we interact with those who may be interested in buying or prescribing our products.





The laws that apply to our business

We abide by all laws, regulations, policies, and procedures that apply to our jobs, including:

- » U.S. Foreign Corrupt Practices Act, the UK Bribery Act and similar laws in other countries. We do not participate in bribery or corruption and adhere to all local laws and regulations that cover bribery and corruption.
- » U.S. Anti-Kickback Statute and similar Anti-Gift laws in other countries. We don't give anything of value to induce a healthcare professional to use or recommend pharmaceutical products that are paid for or reimbursed by the government.
- » U.S. False Claims Act, E.U. Regulation No 883/2013 (European Anti-Fraud Office (OLAF)) and similar laws in other countries. We don't submit or cause the submission of false claims for healthcare reimbursement.
- » U.S. Food, Drug, and Cosmetic Act, E.U. Code for Human Medicines Directive, and similar laws in other countries. We don't promote a regulated product or an indication that has not received the appropriate regulatory approval.
- » Transparency Laws and Trade Association Guidelines. We report certain payments to healthcare professionals and other customers, as required by transparency laws and regulations in every location where we operate.

Do the right thing

- » Understand how these laws apply to your job and ask for guidance from the Legal or Compliance Department if you are ever unsure of the proper course of action.
- » If you are in a situation outside where local regulations, rules, or laws seem to conflict with our Code or applicable policies, consult your manager or get guidance from the Legal or Compliance Department.

b curious

Global Policy on Interactions with Healthcare Professionals and Healthcare Organizations

courageous



Promoting financial integrity

The accuracy and completeness of our disclosures and business records is essential to making informed decisions and serve as a basis for meeting our obligations to investors, regulators, employees, stockholders, and others. Our books and records must accurately and fairly reflect our transactions in sufficient detail and must be in accordance with our accounting practices and policies.

Some employees have special responsibilities in this area, but all of us contribute to the process of recording business results or maintaining records and ensuring that the information we record is accurate, timely, complete, and maintained in a manner that is in accordance with our accounting practices and policies. We require that employees comply with our system of internal controls over financial reporting.

Retaining corporate records

Documents should only be disposed of in compliance with our policies and should never be destroyed or hidden. You must never conceal wrongdoing or permit others to do so. Never destroy documents in response to – or in anticipation of – an investigation or audit.

» If you have any questions or concerns about retaining or destroying corporate records, please contact Quality, Compliance, and/or the Legal Department.

Write right and do the right thing

- » Create business records that accurately reflect the truth of the underlying event or transaction. Be guided by the principles of transparency and truthfulness.
- » Write carefully in all of your business communications. Write as though someday the records you create may become public documents.

Watch out for

- » Records that are not clear and complete or that obscure the true nature of any action.
- » Undisclosed or unrecorded funds, assets, or liabilities.
- » Improper destruction of documents.

passionate



A little bird told me

At the end of the last quarter reporting period, my manager asked me to record additional expenses, even though I had not yet received the invoices from the supplier and the work has not yet started. I agreed to do it, since we were all sure that the work would be completed in the next quarter. Now I wonder if I did the right thing.

Expenses must be recorded in the period in which they are incurred (even if an invoice has not yet been received) and should not be recorded in advance. In this case, the work was not started and therefore the costs associated with the work were not incurred as of the date you recorded the transaction. It was therefore a misrepresentation and, depending on the circumstances, could amount to fraud. Your manager should never ask you to record things which are not accurate, and it is important to raise this to management and the Compliance Department, or through the hotline, to ensure no wrongdoing.

Preventing bribery and corruption

We believe that all forms of bribery and other corrupt practices are an inappropriate way to conduct business, regardless of local customs. bluebird is committed to complying with all applicable anti-bribery and anti-corruption laws.

We do not pay bribes, kickbacks, or facilitation payments, at any time, for any reason. This applies equally to any person, vendor, or firm who represents bluebird. It is vitally important to raise any concerns of this immediately to your manager, the Compliance Department, or through the hotline.

Key definitions – bribery, corruption, and facilitation payments

Bribery means giving or receiving anything of value (or offering to do so) in order to obtain business, financial, or commercial advantage.

Corruption is the abuse of an entrusted power for private gain.

Facilitation payments are typically small payments to a low-level government official that are intended to encourage the official to perform his responsibilities.

It is especially important that we exercise due diligence and carefully monitor third parties acting on our behalf. We carefully screen all third parties, including suppliers, consultants, and vendors who work on bluebird's behalf, particularly when dealing in countries with high corruption rates and in any situations where "red flags" would indicate further screening is needed before retaining the third party. Third parties must understand that they are required to operate in strict compliance with our standards and to maintain accurate records of all transactions.



Do the right thing

- » Never give anything of value inconsistent with local laws and regulations to any government official. If you are not sure of the local laws, the safest course of action is to not give anything of value.
- » Understand the standards set forth under anti-bribery laws which apply to your role at bluebird.
- » Accurately and completely record all payments to third parties.

Watch out for

- » Apparent violations of anti-bribery or anti-corruption laws by our business partners.
- » Agents who do not wish to have all terms of their engagement with bluebird clearly documented in writing.

A little bird told me

I work with a foreign agent in connection with our operations in another country. I suspect that some of the money we pay them goes toward making payments or bribes to government officials. What should I do?

This matter should be reported to the Compliance Department or through the hotline for investigation. If there is bribery and we fail to act, both you and bluebird could be liable. While investigating these kinds of matters can be culturally difficult in some countries, any agent doing business with us should understand the necessity of these measures. It is important and appropriate to remind our agents of this policy.

b curious

Global Policy on Anti-Bribery and Anti-Corruption





Competing fairly

We believe in free and open competition and never engage in improper practices that may limit competition. That means we never try to gain competitive advantages through unethical or illegal business practices, and we always tell the truth about our business – never making promises we can't keep.

Following antitrust laws

These laws are complex, and compliance requirements can vary depending on the circumstances, but in general, the following activities should be avoided and, if detected, report them to the Legal or Compliance Department or through the hotline:

- » Sharing bluebird's competitively sensitive information with a competitor.
- » Sharing competitively sensitive information of business partners or other third parties with their competitors.
- » Attempting to obtain nonpublic information about competitors from new hires or candidates for employment.

Gathering competitive information

We never engage in fraud, misrepresentation, or deception to gather information about our competitors. Instead, we only accept information from trusted sources and make sure that the information is not protected by trade secret laws or non-disclosure or confidentiality agreements.

Do the right thing

- » Do not enter into agreements with competitors or others to engage in any anti-competitive behavior, including setting prices or dividing up customers, suppliers, or markets.
- » Treat each customer fairly and honestly.
- » Let your manager know about any potential conflict of interest between you, our customers, or our company.
- » Never follow a customer's request to do something that you regard as unethical or unlawful.
- » Obtain competitive information only through legal and ethical means, never through misrepresentation.

inspirational



Watch out for

- » Collusion – when companies secretly communicate or agree on how they will compete. This could include agreements or exchanges of information on pricing, terms, wages, or allocations of markets.
- » Bid-rigging – when competitors or service providers manipulate bidding to limit fair competition. This may include comparing bids, agreeing not to bid, or knowingly submitting noncompetitive bids.
- » Tying – when a company with market power forces customers to agree to services or products that they do not want or need.
- » Predatory pricing – when a company with market power sells a service below cost to eliminate or harm a competitor, with the intent of raising prices after the competitor has been eliminated.
- » Temptations to tell customers what you think they want to hear, rather than the truth.
- » Using job interviews as a way of collecting confidential information about competitors or others.

A little bird told me

I received sensitive pricing information from one of our competitors. What should I do?

You should contact the Legal or Compliance Department right away and before any further action is taken. It is important, from the moment we receive such information, that we demonstrate respect for antitrust laws, and we make it clear that we expect others to do the same. This requires appropriate action that can only be decided on a case-to-case basis and may include sending a letter to the competitor.





Avoiding insider trading

In the course of business, you may learn confidential information about bluebird or about other publicly traded companies that is not available to the public at large. Trading securities while aware of such material nonpublic information or disclosing such information to others who then trade (“tipping”), is prohibited by various laws.

Material information

This kind of nonpublic information is something a reasonable investor would take into consideration when deciding whether to buy or sell a company’s securities. Some examples of information that may be material are:

- » Results or status of a research and development or clinical program (e.g., clinical trial results).
- » A proposed strategic alliance, license or collaboration with another company.
- » A possible merger, acquisition, or sale of a business.
- » Financial events such as equity or debt financing, financial forecasts, or financial results for the quarter or year.
- » A significant expansion or cutback of operations.
- » Information regarding the manufacturing, marketing, and sales of a product.
- » Major personnel changes.
- » Major litigation matters and developments.

Do the right thing

- » Do not buy or sell securities of any company when you have material nonpublic information about that company.
- » Protect material nonpublic information from the general public including information in both electronic form and in paper copy.
- » Discuss any questions or concerns about insider trading with the Legal Department.

honest



Watch out for

- » Requests from friends or family for information about companies that we do business with or have confidential information about. Even casual conversations could be viewed as illegal “tipping” of inside information.
- » Sharing material nonpublic information with anyone, either on purpose or by accident, unless it is essential for bluebird-related business. Giving this information to anyone else who might make an investment decision based on your inside information is considered “tipping” and is against the law regardless of whether you benefit from the outcome of their trading.

b curious

Global Insider Trading Policy

Following import and export laws

bluebird has global operations which support the worldwide needs of our patients. To maintain and grow our global standing, all employees, contractors, officers, and directors must strictly comply with not only U.S. laws that govern the import, export, and re-export of our products and technology, but also with the laws of other countries where our products are manufactured or used. Any violation of these laws could have damaging and long-lasting effects on our business and ability to bring radical care to patients.

If your responsibilities include the exporting or importing of products, technology, or supplies, you are responsible to ensure the screening of customers, suppliers, and transactions to confirm that we comply with all applicable export and import requirements.

Do the right thing

- » Contact Trade Compliance within the Supply Chain Department regarding any imports or exports of our products, parts, supplies, or technology.
- » Report complete, accurate, and detailed information regarding every imported or exported product, including its place(s) of manufacture and its full value to the Trade Compliance team.
- » Obtain all necessary licenses from Trade Compliance before the export or re-export of products, services, or technology.





Watch out for

- » Transferring technical data and technology to someone in another country, such as through email, conversations, meetings, or database access. This restriction applies to sharing information with coworkers, as well as non-employees.
- » Transporting any bluebird assets and especially those that contain certain technology (such as a computer an employee takes on a business trip) to another country.

A little bird told me

My work requires regular interaction with customs officials. As part of my job, I am routinely asked to provide the Customs Service with information about our imports and exports. Do I really need to contact the Trade Compliance team prior to each and every submission of information to the government?

The right approach here would be to discuss with Trade Compliance the types of requests your department routinely receives from Customs. These routine requests, once understood, might be handled without any additional review. Extraordinary requests would still require Trade Compliance to review to ensure that you are responding accurately, fully, and in accordance with the law.





*be a
good neighbor*

Serving the greater good

Being a good corporate citizen

We believe in making a positive difference in people's lives and maintaining the health and welfare of the communities where we live and work. We promote, encourage, and support a diverse range of corporate social responsibility activities. Everyone is encouraged to get involved in the many initiatives we support.

We also encourage you to make a difference on a personal level, but, in general, ask that you do so on your own time and at your own expense, making sure that your activities are lawful and consistent with our policies. However, unless you receive approval in advance, please do not use bluebird funds, assets, or the bluebird name to further your personal volunteer activities.





Protecting the environment

At bluebird, we recognize our environmental responsibilities. We are committed to sustainability and to minimizing damage to the environment as well as any potential harm to the health and safety of employees, customers, and the public.

Do the right thing

- » Do your part to make sure that protecting employee safety and the environment is a priority. Stop work and report any situation that you believe could result in an unsafe working condition or damage to the environment.
- » Read and understand all the information provided by our company that is relevant to your job and the health, safety, and environmental effects of our operations.
- » Fully cooperate with environmental, health, and safety training and with bluebird's periodic compliance reviews of our products and operations.
- » Be proactive and look for ways that we can minimize waste, energy, and use of natural resources.
- » Contact your local Environment, Health, and Safety Department representative if you have any questions about compliance with environmental, health, and safety laws and policies.





Engaging in political activities

You have the right to voluntarily participate in the political process and we encourage all birds to foster active responsible citizenship. Such activities may include civic projects, supporting candidates for elective office, participation in public issue campaigns, and making personal political contributions. However, you must always make it clear that your personal views and actions are not those of bluebird, and never use bluebird funds for any political purpose without proper authorization.

Do the right thing

- » Make sure your personal political views and activities are clearly yours and cannot be construed to be those of bluebird.
- » Do not use our resources or facilities to support your personal political activities.
- » If you have questions or doubts about whether your activities could be misinterpreted as those of bluebird or want to know if you can participate in a political activity, reach out to the Global Government Affairs and Public Policy Department or Compliance.

Watch out for

- » Lobbying. Interactions with government employees, including regulators, or individuals acting as agents of a government that could be seen as lobbying must be discussed in advance and coordinated with the Government Affairs Department.
- » Pressure. Never directly or indirectly pressure another employee to contribute to, support, or oppose any political candidate or party.
- » Improper influence. Avoid even the appearance of making political or charitable contributions in order to gain favor or in an attempt to exert improper influence.
- » Conflicts of interest. Holding or campaigning for political office must not create, or appear to create, a conflict of interest with your duties at bluebird.

A little bird told me

I am volunteering for a political campaign and agreed to draft a campaign brochure since I have graphics software on my work computer. Is it OK to use my bluebird-issued laptop to create the brochure for the campaign?

No. Although bluebird allows limited use of company assets for personal use, campaign work is not classified as personal use.



A little bird told me

I will be attending a fundraiser for a candidate running for local office. Is it OK to mention my position at bluebird as long as I don't use any bluebird funds or resources?

No. It would be improper to associate our name in any way with your personal political activities.

A little bird told me

I would like to invite an elected official or political appointee to speak at an upcoming bluebird event. Would that be a problem?

You must get approval from the Government Affairs Department before inviting an elected official or other government official to attend a company event. If the invitee is in the midst of a reelection campaign, the event could be viewed as support for the campaign. Depending on local laws, any food, drink, or transportation provided to the invitee could be considered a gift. In most cases, there would be limits and reporting obligations.





bluebird bio's hotline

Website: www.bluebirdbio.ethicspoint.com

Phone Numbers:

France: 0-800-99-0011 at the English prompt dial 844-753-3461

Germany: 0-800-225-5288 at the English prompt dial 844-753-3461

Italy: 800-172-444 at the English prompt dial 844-753-3461

Switzerland: 0-800-890011 at the English prompt dial 844-753-3461

United Kingdom: 0-800-89-0011 at the English prompt dial 844-753-3461

United States: 1-844-753-3461

