

Hedley Mary Lynne  
 Form 4  
 September 20, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 Hedley Mary Lynne

(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)  
 09/18/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock <sup>(1)</sup>	09/18/2017		A	2,700 A \$ 0	2,700	D	

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

**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.**

SEC 1474  
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: Hedley Mary Lynne - Form 4

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
Stock Option (right to buy)	\$ 133.05	09/18/2017		A	10,700	(2) 09/18/2027	Common Stock	10,700

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hedley Mary Lynne C/O BLUEBIRD BIO, INC. 60 BINNEY STREET CAMBRIDGE, MA 02142	X			

## Signatures

\s\ Jason F. Cole,  
Attorney-in-Fact  
Date: 09/20/2017

\*\*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) These restricted stock units for common stock vest ratably over three years in annual installments, commencing on September 18, 2017.
- (2) This option vests ratably over three years in annual installments, commencing on September 18, 2017.

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.

\$ 4,064,014

Edgar Filing: Hedley Mary Lynne - Form 4

1,286,035

\$

2,777,979

Building Improvements

863,301

—

863,301

Computer hardware

78,331

54,686

23,645

Explanation of Responses:

Edgar Filing: Hedley Mary Lynne - Form 4

Furniture and fixtures

24,352

13,457

10,895

Office equipment

19,856

14,728

5,128

Manufacturing equipment

3,890,709

Explanation of Responses:

1,496,203

2,394,506

Trailer

24,000

8,024

15,976

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

	<u>2009 Cost</u>	<u>Accumulated Depreciation</u>	<u>2009 Net</u>
Leasehold improvements	24,651	24,651	—
Technology	117,458	—	117,458
Trade show booth	7,471	6,176	1,295
Truck	10,223	2,837	7,386
Land	438,152	—	438,152
	<u>\$ 9,562,518</u>	<u>\$ 2,906,797</u>	<u>\$ 6,655,721</u>

**December 31, 2008**

	<u>Cost</u>	<u>Accumulated Depreciation</u>	<u>Net</u>
Buildings	\$ 4,017,334	\$ 1,187,408	\$ 2,829,926
Building improvements	502,847	—	502,847
Computer hardware	78,121	50,962	27,159
Furniture and fixtures	19,884	11,875	8,009
Office equipment	29,396	21,262	8,134
Manufacturing equipment	3,335,089	1,402,423	1,932,666
Trailer	23,040	4,996	18,044
Leasehold improvements	23,665	19,378	4,287
Technology	112,759	—	112,759
Trade show booth	7,172	5,709	1,463
Truck	9,814	1,472	8,342
Land	428,587	—	428,587
	<u>\$ 8,587,708</u>	<u>\$ 2,705,485</u>	<u>\$ 5,882,223</u>

Amount of depreciation expense for the six months ended June 30, 2009: \$201,544 (2008: \$227,864)

The following carrying amount of capital assets held by Flexible Solutions Ltd. serves as collateral for the AFSC loan:

Land	\$ 239,059
Building	906,389
Building improvements	863,301
Manufacturing equipment	1,724,335
Trailer	15,977
Truck	7,386
Trade show booth	1,295

Explanation of Responses:

Edgar Filing: Hedley Mary Lynne - Form 4

Technology

117,458

---

14

---

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

**6. PATENTS**

Patents are amortized over their legal life of 17 years.

Of the patents costs listed below, \$67,558 are not subject to amortization as of yet, as the patents are still in the process of being approved.

	<b>June 30, 2009</b>		
	<b>Cost</b>	<b>Accumulated Amortization</b>	<b>Net</b>
Patents	\$ 228,016	\$ 19,840	\$ 208,176

	<b>December 31, 2008</b>		
	<b>Cost</b>	<b>Accumulated Amortization</b>	<b>Net</b>
Patents	\$ 218,209	\$ 14,009	\$ 204,203

Amount of depreciation for six months ended June 30, 2009 - \$5,069 (2008 - \$1,747)

Estimated depreciation expense over the next five years is as follows:

2009	\$ 9,950
2010	9,950
2011	9,950
2012	9,950
2013	9,950



**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

**7. LONG TERM DEPOSITS**

The Company has reclassified certain security deposits to better reflect their long term nature. Long term deposits consist of damage deposits held by landlords and security deposits held by various vendors.

	2009	2008
Long term deposits	\$ 22,904	\$ 32,713

**8. LONG TERM DEBT**

Flexible Solutions Ltd. has received a non-interest bearing loan from the Department of Agriculture and Agri-Food Canada (AAFC). Eligible for up to \$1,000,000 CDN, the Company has drawn \$624,103 CDN (\$536,604US) as of June 30, 2009. The loan is unsecured.

If the full amount is drawn, the repayment schedule is as follows:

Amount Due (in CDN funds)	Payment Due Date
\$200,000	January 1, 2012
\$200,000	January 1, 2013
\$200,000	January 1, 2014
\$200,000	January 1, 2015
\$200,000	January 1, 2016

Flexible Solutions Ltd. has also received a 5% simple interest loan from Agriculture Financial Services Corp. (AFSC). Eligible for up to \$2,000,000 Canadian funds, the Company has drawn \$1,491,000 CDN (\$1,281,962 US) as of June 30, 2009. The Company only has to make interest payments until May 1, 2010 and then must pay down the principal in equal payments until May 1, 2014. The Company has pledged the assets of the Taber, AB building, including equipment, inventory and accounts receivable, as collateral as well as signed a promissory note guaranteeing the amount of the loan.

**9. STOCK OPTIONS**

The Company adopted a stock option plan ("Plan"). The purpose of this Plan is to provide additional incentives to key employees, officers, directors and consultants of the Company and its subsidiaries in order to help attract and retain the best available personnel for positions of responsibility and otherwise promoting the success of the business activities. It is intended that options issued under this Plan constitute non-qualified stock options. The general terms of awards under the option plan are that 100% of the options granted will vest the year following the grant. The maximum term of options granted is 5 years.

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

The Company may issue stock options and stock bonuses for shares of its common stock to provide incentives to directors, key employees and other persons who contribute to the success of the Company. The exercise price of all incentive options are issued for not less than fair market value at the date of grant.

The following table summarizes the Company's stock option activity for the years ended December 31, 2007, 2008 and the period ended June 30, 2009:

	<u>Number of shares</u>	<u>Exercise price per share</u>	<u>Weighted average exercise price</u>
Balance, December 31, 2006	2,126,740	\$1.40 - \$4.60	\$ 3.44
Granted	235,700	\$1.50 - \$3.60	\$ 2.35
Exercised	(163,000)	\$1.50 - \$3.25	\$ 1.77
Cancelled or expired	(287,000)	\$3.00 - \$4.40	\$ 3.93
Balance, December 31, 2007	1,912,440	\$3.00 - \$4.60	\$ 3.38
Granted	203,000	\$3.60	\$ 3.60
Cancelled or expired	(204,740)	\$3.00 - \$4.60	\$ 3.74
Balance, December 31, 2008	1,910,700	\$3.00 - 4.55	\$ 3.38
Granted	122,000	\$2.25	\$ 2.25
Cancelled or expired	(63,000)	\$3.92 - 4.55	\$ 4.34
Balance, June 30, 2009	1,969,700	\$2.25 - \$3.60	\$ 3.28

The fair value of each option grant is calculated using the following weighted average assumptions:

	<u>2009</u>	<u>2008</u>
Expected life – years	5.0	5.0
Interest rate	1.14%	2.27%
Volatility	65%	99%
Dividend yield	—%	—%
Weighted average fair value of options granted	\$ 1.00	\$ 1.15

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

During the six months ended June 30, 2008 the Company granted 46,000 options to consultants that resulted in \$26,478 in expenses this period. During the same period, 37,000 options were granted to employees, resulting in \$21,298 in expenses this period. Options granted in previous quarters resulted in additional expenses in the amount of \$40,850 for consultants and \$76,773 for employees during the six months ended June 30, 2008. No stock options were exercised during the period.

During the six months ended June 30, 2009 the Company granted 61,000 options to consultants that resulted in \$30,872 in expenses this quarter. During the same period, 61,000 options were granted to employees, resulting in \$30,872 in expenses this quarter. No stock options were exercised during this period.

**10. WARRANTS**

On April 14, 2005, the Company announced that it had raised \$3,375,000 pursuant to a private placement of up to 1,800,000 shares of its common stock. The investors collectively purchased 900,000 shares of the Company's common stock at a per share purchase price of \$3.75, together with warrants to purchase up to 900,000 additional shares of the Company's common stock. The warrants expire on July 31, 2009 and are exercisable at a price of \$4.50 per share.

On June 8, 2005, the Company announced that it had raised an additional \$327,750 pursuant to a private placement. An investor purchased 87,400 shares of the Company's common stock at a per share price of \$3.75, together with a warrant to purchase up to 87,400 additional shares of the Company's common stock. The warrant expires on July 31, 2009 and is immediately exercisable at a price of \$4.50 per share.

In May 2007 the Company closed a \$3,042,455 private placement with institutional investors. The terms are 936,140 units with each unit consisting of one share at \$3.25 and one half warrant with a three year term and a strike price of \$4.50 per share. The Company also issued 21,970 warrants with the same terms for investment banking services related to this transaction.

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

The following table summarizes the Company's warrant option activity for the three years ended December 30, 2007 (no subsequent activity):

	Number of shares	Exercise price per share	Weighted average exercise price
Balance, December 31, 2004	—	—	—
Granted	987,400	\$ 4.50	\$ 4.50
Exercised	—	—	—
Cancelled	—	—	—
Balance, December 31, 2005	987,400	\$ 4.50	\$ 4.50
Granted	—	—	—
Exercised	—	—	—
Cancelled	—	—	—
Balance, December 31, 2006	987,400	\$ 4.50	\$ 4.50
Granted	490,040	\$ 4.50	\$ 4.50
Exercised	—	—	—
Cancelled	—	—	—
Balance, December 30, 2007	1,477,440	\$ 4.50	\$ 4.50

**11. CAPITAL STOCK.**

The Company did not issue any shares of its common stock during the six months ended June 30, 2009. The Company cancelled 100,000 shares during the six months ended June 30, 2009. See Note 14.

**12. SEGMENTED, SIGNIFICANT CUSTOMER INFORMATION AND ECONOMIC DEPENDENCY.**

The Company operates in two segments:

(a) Development and marketing of two lines of energy and water conservation products (as shown under the column heading "EWCP" below), which consists of a (i) liquid swimming pool blanket which saves energy and water by inhibiting evaporation from the pool surface, and (ii) food-safe powdered form of the active ingredient within the liquid blanket and which is designed to be used in still or slow moving drinking water sources.

(b) Manufacture of biodegradable polymers ("BCPA's") used by the petroleum, chemical, utility and mining industries to prevent corrosion and scaling in water piping. This product can also be used in detergents to increase biodegradability and in agriculture to increase crop yields by enhancing fertilizer uptake.

Edgar Filing: Hedley Mary Lynne - Form 4

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

The accounting policies of the segments are the same as those described in Note 2, *Significant Accounting Policies*. The Company evaluates performance based on profit or loss from operations before income taxes, not including nonrecurring gains and losses and foreign exchange gains and losses.

The Company's reportable segments are strategic business units that offer different, but synergistic products and services. They are managed separately because each business requires different technology and marketing strategies.

Six months ended June 30, 2009:

	<u>EWCP</u>	<u>BPCA</u>	<u>Total</u>
Revenue	\$ 513,083	\$ 4,419,224	\$ 4,932,307
Interest revenue	—	—	—
Interest expense	26,477	1,212	27,689
Depreciation and amortization	27,176	174,368	201,544
Segment profit (loss)	(596,886)	278,815	(348,071)
Segment assets	4,109,503	2,754,394	6,863,897
Expenditures for segment assets	956,888	22,127	979,015

Six months ended June 30, 2008:

	<u>EWCP</u>	<u>BPCA</u>	<u>Total</u>
Revenue	\$ 792,640	\$ 5,628,449	\$ 6,421,089
Interest revenue	1,318	709	2,027
Interest expense	382	1,581	1,963
Depreciation and amortization	27,208	200,656	227,864
Segment profit (loss)	(641,006)	1,298,802	657,796
Segment assets	2,582,140	3,105,231	5,687,371
Expenditures for segment assets	1,720,270	34,128	1,754,398

The sales generated in the United States and Canada are as follows:

	<u>2009</u>	<u>2008</u>
Canada	\$ 221,016	\$ 187,983
United States and abroad	4,711,291	6,233,106
Total	\$ 4,932,307	\$ 6,421,089



**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

The Company's long-lived assets are located in Canada and the United States as follows:

	2009	2008
Canada	\$ 4,109,503	\$ 3,176,775
United States	2,754,394	2,909,651
<b>Total</b>	<b>\$ 6,863,897</b>	<b>\$ 6,086,426</b>

Three customers account for \$2,693,620 (55%) of sales made in the period (2008 - \$3,158,923 or 49%).

**13. COMMITMENTS.**

The Company is committed to minimum rental payments for property and premises aggregating approximately \$92,760 over the term of four leases, the last expiring on December 31, 2011.

Commitments in each of the next five years are approximately as follows:

2009	\$	63,840
2010		14,460
2011		14,460
2012		—
2013		—

**14. CONTINGENCIES.**

On May 1, 2003, the Company filed a lawsuit in the Supreme Court of British Columbia, Canada, against John Wells and Equity Trust, S.A. seeking the return of 100,000 shares of the Company's common stock and the repayment of a \$25,000 loan, which were provided to defendants for investment banking services consisting of securing a \$5 million loan and a \$25 million stock offering. Such services were not performed and in the proceeding the Company seeks return of such shares after defendant's failure to both return the shares voluntarily and repay the note. On May 7, 2003, the Company obtained an injunction freezing the transfer of the shares. On May 24, 2004, there was a hearing on defendant's motion to set aside the injunction, which motion was denied by the trial court on May 29, 2004. On the date of issuance, the share transaction was recorded as shares issued for services at fair market value, a value of \$0.80 per share. On April 30, 2009 the Supreme Court of British Columbia ruled in favor of Flexible Solutions International Inc. and ordered that Equity Trust S.A. return the 100,000 shares and the

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Period Ended June 30, 2009**  
**(U.S. Dollars)**

loan with interest (\$30,514US). The Company has reversed the expense recorded for the shares in this quarter.

On July 23, 2004, the Company filed a lawsuit in the Circuit Court of Cook County, Illinois against Tatko Biotech Inc. ("Tatko"). The action arose from a Joint Product Development Agreement with Tatko in which the Company agreed to invest \$10,000 toward the product development venture and granted to Tatko 100,000 shares of the Company's restricted common stock. In return, Tatko granted us a five-year option to purchase 20% of Tatko's outstanding capital stock. Tatko refused to collaborate on the agreement and, therefore, the Company filed the lawsuit to have the court declare that Tatko is not entitled to the 100,000 shares of the Company's restricted common stock. On January 4, 2008, the lawsuit was dismissed pursuant to an agreement by Tatko to treat the Joint Product Development Agreement as void. As a result of the dismissal of the lawsuit and the agreement of the parties, the 100,000 shares of restricted stock will be returned or cancelled.

**15. SUBSEQUENT EVENTS.**

The Company has since signed a lease renewal for the office in Victoria, BC Canada through to July 2014.

**16. COMPARATIVE FIGURES.**

Certain of the comparative figures have been reclassified to conform with the current year's presentation.



**Item 2. Management's Discussion and Analysis or Plan of Operation.****Overview**

The Company develops, manufactures and markets specialty chemicals that slow the evaporation of water. The Company also manufactures and markets biodegradable polymers which are used in the oil, gas and agriculture industries.

**Results of Operations**

The Company has two product lines:

Energy and Water Conservation products. The Company's HEAT\$AVR® product is used in swimming pools and spas. The product forms a thin, transparent layer on the water's surface. The transparent layer slows the evaporation of water, allowing the water to retain a higher temperature for a longer period of time and thereby reducing the energy required to maintain the desired temperature of the water. WATER\$AVR®, a modified version of HEAT\$AVR®, can be used in reservoirs, potable water storage tanks, livestock watering ponds, canals, and irrigation ditches.

BCPA products. The second product TPA's (i.e. thermal polyaspartate biopolymers) are biodegradable polymers is used by the petroleum, chemical, utility and mining industries to prevent corrosion and scaling in water piping. This product can also be used in detergents to increase biodegradability and in agriculture to increase crop yields by enhancing fertilizer uptake.

Material changes in the Company's Statement of Operations for the periods presented are discussed below:

Six Months Ended June 30, 2009

<u>Item</u>	<u>Increase (I) or Decrease (D)</u>	<u>Reason</u>
Sales		
BCPA products	D	Reduced demand in the detergent sector and lower oil extraction levels.
Gross Profit	D	Lower sales.
Wages	I	Increase of employees and annual wage increases.
Investor relations and transfer agent fees	D	One time reversal of \$80,000 as shares were cancelled by the Supreme Court of British Columbia as per Note 14 to the Financials.
Office and Miscellaneous	D	Reduced purchasing to retain cash.
Insurance	D	Credit allocated from overpayment in three previous quarters.
Interest expense	I	Interest payments on the Agriculture Financial Services Corp loan did not start until the fall of 2008.
Professional fees	I	The yearend audit fee has been allocated to each fiscal quarter rather than expensing the audit expenses in the fourth quarter.
Research	D	Decreased as one line of inquiry was completed and new projects were identified.

Explanation of Responses:

Edgar Filing: Hedley Mary Lynne - Form 4

Commissions	D	Decreased sales.
Loss on sale of equipment	D	One time sale which occurred in the prior period. No equipment was sold during the current six- month period.
Utilities	I	Increased research and development energy use at the Taber facility.

23

---

## Edgar Filing: Hedley Mary Lynne - Form 4

Quarter Ended June 30, 2009

<u>Item</u>	<u>Increase (I) or Decrease (D)</u>	<u>Reason</u>
Sales		
BWCP products	D	Reduced demand in the detergent sector and lower oil extraction levels.
Gross Profit	D	Lower sales.
Wages	I	Increase of employees and annual wage increases.
Professional fees	I	The year-end audit fee has been allocated to each fiscal quarter rather than expensing the audit fee in the fourth quarter.
Commissions	D	Decreased sales.
Utilities	I	Increased research and development energy use at the Taber facility.

### **Capital Resources and Liquidity**

The sources and uses of funds are directly obtainable from the Consolidated Statement of Cash Flows included as part of the financial statements filed with this report.

## Edgar Filing: Hedley Mary Lynne - Form 4

The Company has sufficient cash resources to meet its future commitments and cash flow requirements for the coming year. As of June 30, 2009 working capital was \$5,920,624 (2008 - \$5,725,514) and the Company has no substantial commitments that require significant outlays of cash over the coming fiscal year.

The Company is committed to minimum rental payments for property and premises aggregating approximately \$92,760 over the term of four leases, the last expiring on December 31, 2011.

Commitments in each of the next five years are approximately as follows:

2009	\$	63,840
2010		14,460
2011		14,460
2012		—
2013		—

See Note 2 to the financial statements included as part of this report for a description of the Company's significant accounting policies and recent accounting pronouncements.

**Item 4T. CONTROLS AND PROCEDURES**

Our Principal Executive and Financial Officer has evaluated the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) of the Securities Exchange Act of 1934) as of the end of the period covered by this report, and in his opinion our disclosure controls and procedures are effective at the reasonable assurance level to ensure that information is adequately disclosed.

There were no changes in our internal controls over financial reporting that occurred during the fiscal quarter ended June 30, 2009 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting as discussed above.

**PART II OTHER INFORMATION**

**Item 6. Exhibits.**

<u>Number</u>	<u>Description</u>
3.1	Amended and Restated Certificate of Incorporation of the registrant. (1)
3.2	Bylaws of the registrant. (1)
31.1	Certification of Principal Executive Officer Pursuant to §302 of the Sarbanes-Oxley Act of 2002.*
31.2	Certification of Principal Financial Officer Pursuant to §302 of the Sarbanes-Oxley Act of 2002.*
32	Certification of Principal Executive and Financial Officer Pursuant to 18 U.S.C. §1350 and §906 of the Sarbanes-Oxley Act of 2002.*

---

\* Filed with this report.

(1) Incorporated by reference to the registrant's Registration Statement on Form 10-SB (SEC File. No. 000-29649) filed February 22, 2000.

Edgar Filing: Hedley Mary Lynne - Form 4

**SIGNATURES**

In accordance with the requirements of Section 13 or 15(d) of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

August 13, 2009

**FLEXIBLE SOLUTIONS INTERNATIONAL, INC.**

By:           /s/ Daniel B. O'Brien          

Name: Daniel B. O'Brien  
Title: President and Chief Executive Officer

By:           /s/ Daniel B. O'Brien          

Name: Daniel B. O'Brien  
Title: Chief Financial and Accounting Officer