

VERTEX PHARMACEUTICALS INC / MA
 Form 4
 May 09, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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 *
 Wysenski Nancy

2. Issuer Name and Ticker or Trading Symbol
 VERTEX PHARMACEUTICALS INC / MA [VRTX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP, Chief Commercial Officer

(Last) (First) (Middle)
 C/O VERTEX PHARMACEUTICALS INCORPORATED, 130 WAVERLY ST

3. Date of Earliest Transaction (Month/Day/Year)
 05/07/2012

(Street)
 CAMBRIDGE, MA 02139

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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)
			Code	V	Amount or Price		
Common Stock	05/07/2012		M		6,797 A \$ 33.82	43,191	D
Common Stock	05/07/2012		M		12,500 A \$ 39.7	55,691	D
Common Stock	05/07/2012		M		120,000 A \$ 39.7	175,691	D
Common Stock	05/07/2012		M		3,398 A \$ 38.8	179,089	D

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Common Stock	05/07/2012	S ⁽¹⁾	147,695	D	\$ 54.5	31,394	D
Common Stock	05/08/2012	M	9,063	A	\$ 33.82	40,457	D
Common Stock	05/08/2012	M	10,196	A	\$ 38.8	50,653	D
Common Stock	05/08/2012	M	18,750	A	\$ 39.7	69,403	D
Common Stock	05/08/2012	S ⁽¹⁾	9,063	D	\$ 59.19	60,340	D
Common Stock	05/08/2012	S ⁽¹⁾	10,196	D	\$ 62.08	50,144	D
Common Stock	05/08/2012	S ⁽¹⁾	18,750	D	\$ 63.52	31,394	D

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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Stock Option	\$ 33.82	05/07/2012		M	6,797	10/14/2010 07/13/2020	Common Stock 6,897
Stock Option	\$ 39.7	05/07/2012		M	12,500	03/09/2010 12/08/2019	Common Stock 12,500
Stock Option	\$ 39.7	05/07/2012		M	120,000	05/23/2011 12/08/2019	Common Stock 120,000
Stock Option	\$ 38.8	05/07/2012		M	3,398	05/03/2011 02/02/2021	Common Stock 3,398
Stock Option	\$ 33.82	05/08/2012		M	9,063	10/14/2010 07/13/2020	Common Stock 9,063
Stock Option	\$ 38.8	05/08/2012		M	10,196	05/03/2011 02/02/2021	Common Stock 10,196

Stock Option	\$ 39.7	05/08/2012	M	18,750	03/09/2010	12/08/2019	Common Stock	18,750
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Reporting Owners

Reporting Owner Name / Address

Relationships

Wysenski Nancy
 C/O VERTEX PHARMACEUTICALS
 INCORPORATED
 130 WAVERLY ST
 CAMBRIDGE, MA 02139

Director 10% Owner Officer Other

EVP, Chief Commercial
 Officer

Signatures

David T. Howton,
 Attorney-In-Fact

05/09/2011

__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) Transaction made pursuant to Ms. Wysenski's company approved trading plan under Rule 10b5-1.

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.