

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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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)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, Chief Commercial Officer

C/O VERTEX PHARMACEUTICALS INCORPORATED, 130 WAVERLY ST

(Street)

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

CAMBRIDGE, MA 02139

(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		\$ 33.82	43,191	D
Common Stock	05/07/2012		M		\$ 39.7	55,691	D
Common Stock	05/07/2012		M		\$ 39.7	175,691	D
Common Stock	05/07/2012		M		\$ 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)	
					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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wysenski Nancy C/O VERTEX PHARMACEUTICALS INCORPORATED 130 WAVERLY ST CAMBRIDGE, MA 02139			EVP, Chief Commercial Officer	

Signatures

David T. Howton, 05/09/2011
 Attorney-In-Fact

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.