BOGER JOSHUA S

Form 4 June 08, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

1(b).

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 * **BOGER JOSHUA S**

(First)

06/06/2012

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

VERTEX PHARMACEUTICALS INC / MA [VRTX]

(Check all applicable)

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

06/06/2012

_X__ Director Officer (give title

10% Owner Other (specify

C/O VERTEX

(Last)

PHARMACEUTICALS INCORPORATED, 130 WAVERLY

ST

Stock

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

CAMBRIDGE, MA 02139

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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. Securi on(A) or Di (Instr. 3,	(A) or	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/06/2012		M	4,000	A	\$ 15.6	636,895	D	
Common Stock	06/06/2012		S <u>(1)</u>	3,593	D	\$ 58.22 (2) (3)	633,302	D	
Common	06/06/2012		c (1)	407	D	\$ 58.60	622 905	D	

407

58.69

(3)(4)

632,895

 $S^{(1)}$

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Common Stock Reminder: Report on a separate line for each class of securities by	300,000 I beneficially owned directly or indirectly.	[Common Stock held in trust. (5)
Stock	13,286 I	[401(k)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic 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 or Number of Shares
Stock Option	\$ 15.6	06/06/2012		M	4,000	<u>(6)</u>	01/17/2013	Common Stock	4,000

De Sec (In

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address		Relationships					
-	-g 0 11-01 1 11-11-11 10-00		10% Owner	Officer	Other		
BOGER JOSHUA S C/O VERTEX PHARMACEUTICALS I 130 WAVERLY ST CAMBRIDGE, MA 02139	NCORPORATED	X					
Signatures							
David T. Howton, Attorney-In-Fact	06/08/2012						

Date

Reporting Owners 2

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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 Dr. Boger's company approved trading plan under Rule 10b5-1.
- (2) Open market sales reported on this line occurred at a weighted average price of \$58.22 (range \$57.77 to \$58.50).
- (3) Dr. Boger undertakes to provide (upon request by the SEC staff, the issuer or a security holder of the issuer) full information regarding the number of shares sold at each separate price.
- (4) Open market sales reported on this line occurred at a weighted average price of \$58.69 (range \$58.56 to \$59.00).
- (5) Common stock held in grantor retained annuity trusts.
- (6) Fully vested.

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.