#### VERTEX PHARMACEUTICALS INC / MA

Form 4 July 10, 2013

# FORM 4

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

**OMB** Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Pace Megan E

Symbol

(Middle)

(Zin)

(Check all applicable)

VERTEX PHARMACEUTICALS

INC / MA [VRTX]

10% Owner Director

SVP, Corp. Communications

(First) (Last)

(Month/Day/Year) 07/08/2013

X\_ Officer (give title Other (specify below)

C/O VERTEX **PHARMACEUTICALS** 

INCORPORATED, 130 WAVERLY

(Street)

(State)

ST.

4. If Amendment, Date Original

3. Date of Earliest Transaction

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

CAMBRIDGE, MA 02139

(City)

(City)	(State)	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. Transactic Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	07/08/2013		Code V	Amount 22,500	or (D)	Price	Transaction(s) (Instr. 3 and 4) 43,152	D		
Stock Common	07/08/2013		M	3,500	A	37.29 \$	46,652	D		
Stock  Common Stock	07/08/2013		S <u>(1)</u>	21,203	D	37.86 \$ 80.48 (2) (3)	25,449	D		
Common	07/08/2013		S(1)	3,400	D	\$	22,049	D		

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

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SEC 1474

(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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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	\$ 37.29	07/08/2013		M	22,500	<u>(6)</u>	05/09/2020	Common Stock	22,500
Stock Option	\$ 37.86	07/08/2013		M	3,500	<u>(7)</u>	02/01/2022	Common Stock	3,500

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Pace Megan E C/O VERTEX PHARMACEUTICALS INCORPORATED 130 WAVERLY ST. CAMBRIDGE, MA 02139

SVP, Corp.
Communications

### **Signatures**

Kenneth L. Horton, Attorney-In-Fact 07/10/2013

\*\*Signature of Reporting Person 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 Ms. Pace's company approved trading plan under Rule 10b5-1.
- (2) Open market sales reported on this line occurred at a weighted average price of \$80.48 (range \$80.04 to \$80.91).
- (3) Ms. Pace 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 \$81.54 (range \$81.04 to \$81.88).
- (5) Open market sales reported on this line occurred at a weighted average price of \$82.46 (range \$82.03 to \$82.70).
- (6) The option vests in 16 quarterly installments from 05/10/2010.
- (7) The option vests in 16 quarterly installments from 02/02/2012.

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.