

VERTEX PHARMACEUTICALS INC / MA

Form 4

October 01, 2014

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Pace Megan E

(Last) (First) (Middle)

C/O VERTEX  
PHARMACEUTICALS  
INCORPORATED, 50 NORTHERN  
AVENUE

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/30/2014

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)  
SVP, Corp. Communications

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/30/2014		M		1,172	A	\$ 38.8
Common Stock	09/30/2014		M		5,625	A	\$ 51.75
Common Stock	09/30/2014		M		3,532	A	\$ 37.86
Common Stock	09/30/2014		M		15,250	A	\$ 48.74
							24,522
							30,147
							33,679
							48,929

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Common Stock	09/30/2014	M	17,157	A	\$ 45.11	66,086	D
Common Stock	09/30/2014	M	6,875	A	\$ 83.36	72,961	D
Common Stock	09/30/2014	M	6,875	A	\$ 77.31	79,836	D
Common Stock	09/30/2014	S <sup>(1)</sup>	7,576	D	\$ 111.32 <u>(2)</u> <u>(3)</u>	72,260	D
Common Stock	09/30/2014	S <sup>(1)</sup>	21,881	D	\$ 112.21 <u>(3)</u> <u>(4)</u>	50,379	D
Common Stock	09/30/2014	S <sup>(1)</sup>	15,400	D	\$ 113.08 <u>(3)</u> <u>(5)</u>	34,979	D
Common Stock	09/30/2014	S <sup>(1)</sup>	11,629	D	\$ 113.9 <u>(3)</u> <u>(6)</u>	23,350	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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 38.8	09/30/2014		M	1,172	<u>(7)</u> 02/02/2021	Common Stock	1,172
Stock Option (right to buy)	\$ 51.75	09/30/2014		M	5,625	<u>(8)</u> 07/12/2021	Common Stock	5,625



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- (6) Open market sales reported on this line occurred at a weighted average price of \$113.90 (range \$113.62 to \$114.32).
- (7) The option vests in 16 quarterly installments from 02/03/2011.
- (8) The option vests in 16 quarterly installments from 07/13/2011.
- (9) The option vests in 16 quarterly installments from 02/02/2012.
- (10) The option vests in 16 quarterly installments from 07/25/2012.
- (11) The option vests in 16 quarterly installments from 02/05/2013.
- (12) The option vests in 16 quarterly installments from 07/30/2013.
- (13) The option vests in 16 quarterly installments from 02/05/2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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