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VERTEX PHARMACEUTICALS INC / MA

Form 4 May 17, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

Check this box if no longer subject to

Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Section 16. Form 4 or Form 5

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

Estimated average burden hours per 0.5

obligations may continue. See Instruction

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SMITH IAN F

VERTEX PHARMACEUTICALS INC / MA [VRTX]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

EVP, CFO & COO

(Month/Day/Year) 05/15/2017

below)

C/O VERTEX

PHARMACEUTICALS INCORPORATED, 50 NORTHERN

(Street)

AVENUE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

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

6.

D

Ι

BOSTON, MA 02210

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

Reported

Ownership Form: Direct Beneficial (D) or Indirect (I)

(Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

V

Code

(A) or Amount (D) Price

\$

(2)(3)

Transaction(s) (Instr. 3 and 4)

Common 05/15/2017 Stock

 $S^{(1)}$ 294 D

114.92 126,238

5,306

401(k)

Common Stock

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	Deemed 4. 5. 6. Date Exercisable a		cisable and	7. Title and		8. Price of	9	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	xecution Date, if TransactionNumber Expiration Date		ate	Amount of		Derivative	J	
Security	or Exercise Price of		any	Code	of	(Month/Day/Year) vative		Underlying Securities		Security (Instr. 5)	,
(Instr. 3)			(Month/Day/Year)	(Instr. 8)	Derivative]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security		Acquired (A) or]		
										J	
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Expiration Exercisable Date	Expiration	Title	Number		
								of			
				Code V	(A) (D)				Shares		
				Couc v	(II)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SMITH IAN F C/O VERTEX PHARMACEUTICALS INCORPORATED 50 NORTHERN AVENUE BOSTON, MA 02210

EVP, CFO & COO

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Signatures

Omar White, 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 Mr. Smith's company approved trading plan under Rule 10b5-1.
- (2) Open market sales reported on this line occurred at a weighted average price of \$114.92 (range \$114.37 to \$115.21).
- (3) Mr. Smith 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.

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.

Reporting Owners 2