## SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 10-C

REPORT BY ISSUER OF SECURITIES QUOTED ON NASDAQ INTERDEALER QUOTATION SYSTEM FILED PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES 13a-17 AND 15d-17 THEREUNDER

Vertex Pharmaceuti	cals Incorporated
(Exact name of issuer	as specified in charter)
130 Waver	ley Street
	al executive offices)
Issuer's telephone number, including ar	e code (617) 577-6000
I. CHANGE IN NUMBER	OF SHARES OUTSTANDING
Indicate any change (increase or decrea of shares outstanding:	se) of five percent or more in the number
1. Title of security Common Stoc	k, \$.01 par value per share
2. Number of shares outstanding before	the change 17,358,458
3. Number of shares outstanding after t	he change 20,808,458
4. Effective date of change August	14, 1996
5. Method of change: Specify method (su distribution, stock split, reverse spli etc.) Public Offering	
Give brief description of transaction	3,450,000 shares of Common Stock sold
	in a firm underwritten public offering
	NAME OF ISSUER
1. Name prior to change	
2. Name after change	
3. Effective date of charter amendment	changing name
4. Date of shareholder approval of chan	ge, if required
Date August 15, 1996	/s/ Thomas G. Auchincloss, Jr.
	Senior Director of Finance and Treasurer
	(Officer's signature and title)