

## SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

**Check the appropriate box:**

<input type="checkbox"/>	Preliminary Proxy Statement
<input type="checkbox"/>	<b>Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))</b>
<input type="checkbox"/>	Definitive Proxy Statement
<input checked="" type="checkbox"/>	Definitive Additional Materials
<input type="checkbox"/>	Soliciting Material under §240.14a-12



## VERTEX PHARMACEUTICALS INCORPORATED

(Name of Registrant as Specified In Its Charter)

**Payment of Filing Fee (Check the appropriate box):**

<input checked="" type="checkbox"/>	<b>No fee required.</b>
<input type="checkbox"/>	<b>Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.</b> (1) Title of each class of securities to which transaction applies: (2) Aggregate number of securities to which transaction applies: (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): (4) Proposed maximum aggregate value of transaction: (5) Total fee paid:
<input type="checkbox"/>	<b>Fee paid previously with preliminary materials.</b>
<input type="checkbox"/>	<b>Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.</b> (1) Amount Previously Paid: (2) Form, Schedule or Registration Statement No.: (3) Filing Party: (4) Date Filed:



**Online**

Go to [www.envisionreports.com/VRTX](http://www.envisionreports.com/VRTX) or scan the QR code – login details are located in the shaded bar below.

**Annual Meeting of Shareholders Notice**

**Important Notice Regarding the Availability of Proxy Materials for the Vertex Pharmaceuticals Incorporated Annual Meeting of Shareholders to be Held on Wednesday, June 3, 2020 at 9:30 A.M.**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual meeting of shareholders are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The Vertex Pharmaceuticals Incorporated Annual Report on Form 10-K and Notice of Annual Meeting and Proxy Statement to shareholders are available at:

[www.envisionreports.com/VRTX](http://www.envisionreports.com/VRTX)



**Easy Online Access – View your proxy materials and vote.**

- Step 1:** Go to [www.envisionreports.com/VRTX](http://www.envisionreports.com/VRTX).
- Step 2:** Click on **Cast Your Vote** or **Request Materials**.
- Step 3:** Follow the instructions on the screen to log in.
- Step 4:** Make your selections as instructed on each screen for your delivery preferences.
- Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



**Obtaining a Copy of the Proxy Materials** - If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before May 24, 2020, to facilitate timely delivery.



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## Annual Meeting of Shareholders Notice

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Vertex Pharmaceuticals Incorporated Annual Meeting of Shareholders will be held on Wednesday, June 3, 2020 at 9:30 A.M., Eastern Time, via live webcast at [www.meetingcenter.io/207970612](http://www.meetingcenter.io/207970612). To access the meeting and vote online during the meeting, you will need the 15-digit control number that is printed in the shaded bar located on the reverse side of this form. The Password for the meeting is VRTX2020.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends a vote **FOR** each Director Nominee in proposal 1, and **FOR** proposals 2 and 3, and **AGAINST** proposal 4:

1. Election of Directors:
  - 01 - Sangeeta Bhatia
  - 02 - Lloyd Carney
  - 03 - Alan Garber
  - 04 - Terrence Kearney
  - 05 - Reshma Kewalramani
  - 06 - Yuchun Lee
  - 07 - Jeffrey Leiden
  - 08 - Margaret McGlynn
  - 09 - Diana McKenzie
  - 10 - Bruce Sachs
2. Ratification of Ernst & Young LLP as our independent Registered Public Accounting firm for the year ending December 31, 2020.
3. Advisory vote on named executive officer compensation.
4. Shareholder proposal, if properly presented at the meeting, requesting that we prepare a report on our policies and activities with respect to lobbying.

**PLEASE NOTE – YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card. The proxy statement contains information on how to vote online during the meeting.



### Here's how to order a copy of the proxy materials and select delivery preferences:

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

**PLEASE NOTE:** You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- **Internet** – Go to [www.envisionreports.com/VRTX](http://www.envisionreports.com/VRTX). Click Cast Your Vote or Request Materials.
- **Phone** – Call us free of charge at 1-866-641-4276.
- **Email** – Send an email to [investorvote@computershare.com](mailto:investorvote@computershare.com) with "Proxy Materials Vertex Pharmaceuticals Incorporated" in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by May 24, 2020.

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