

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 23, 2002

Vertex Pharmaceuticals Incorporated
(Exact name of registrant as specified in its charter)

MASSACHUSETTS
(state or other jurisdiction
of incorporation)

000-19319
(Commission File Number)

04-3039129
(IRS Employer
Identification No.)

130 WAVERLY STREET
CAMBRIDGE, MA 02139

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (617) 444-6100

ITEM 5. OTHER EVENTS.

On May 23, 2002, Lynne H. Brum, the Company's Vice President of Corporate Development and Communications, entered into a plan with Goldman, Sachs & Co., pursuant to which Goldman will undertake to sell, subject to a limit order, an aggregate of 23,816 shares of the Company's stock issuable upon exercise of options held by Ms. Brum. Sales under the plan are to begin no earlier than 90 days after adoption of the plan, and will take place at specified intervals between August 29, 2002 and August 14, 2003.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VERTEX PHARMACEUTICALS INCORPORATED
(Registrant)

Date: May 24, 2002

/s/ IAN F. SMITH

Vice President and Chief Financial Officer