Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| <b>STATEMENT</b> | <b>OF CHANGES</b> | IN BENEFICIAL | <b>OWNERSHIP</b> |
|------------------|-------------------|---------------|------------------|

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

|  |         |             |                                      | or S  | Section 30(h) of the  | Investr                                 | nent C | Company Act o                | of 1940       |                            |  |   |   |
|--|---------|-------------|--------------------------------------|---|---|---|--------|------------------------------|---------------|----------------------------|--|---|---|
| 1. Name and Address of Reporting Person* BOGER JOSHUA S                            |         |             |                                      | 2. Issuer Name <b>and</b> Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [ VRTX ] |   |   |        |                              |               |                            | tionship of Reporting Person(s) to Issuer<br>all applicable)<br>Director 10% Owner |   |   |
| (Last) (First) (Middle) C/O VERTEX PHARMACEUTICALS INCORPORATED 50 NORTHERN AVENUE |         |             |                                      | 3. D  | ate of Earliest Trans                                       | saction                                 | (Mont  | h/Day/Year)                  | -             | Officer (give title below) | Other<br>below   | (specify<br>)   |   |
|  |         |             |                                      | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                    |   |   |        |                              |               |                            | 6. Individual or Joint/Group Filing (Check Applicable Line)                        |   |   |
| (Street) BOSTON  | MA      | 02210       |                                      |   |   |   |        |                              |               | X                          | Form filed by One Reporting Person Form filed by More than One Reporting Person    |   |   |
| (City)   | (State) | (Zip)       |                                      |   |   |   |        |                              |               |                            |  |   |   |
|  |         | Table I - N | lon-Deriva                           | tive  | Securities Ac   | quire                                   | d, D   | isposed o                    | f, or B       | eneficially                | Owned  |   |   |
| Date   |         |             | 2. Transactio<br>Date<br>(Month/Day/ |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |        | 4. Securities<br>Disposed Of |               |                            | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following                      | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|  |         |             |                                      |   |   | Code                                    | v      | Amount                       | (A) or<br>(D) | Price                      | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                                     |   | (Instr. 4)  |
| Common Stoc  | k       |             | 01/27/20                             | 16  |   | M                                       |        | 11,200                       | A             | \$35.64                    | 276,484  | D   |   |
| Common Stoc  | k       |             | 01/27/20                             | 16  |   | S <sup>(1)</sup>                        |        | 700                          | D             | \$90.7(2)(3)               | 275,784  | D   |   |
| Common Stoc  | k       |             | 01/27/20                             | 16  |   | S <sup>(1)</sup>                        |        | 3,300                        | D             | \$92.04(3)(4)              | 272,484  | D   |   |
| Common Stoc  | k       |             | 01/27/20                             | 16  |   | <b>S</b> (1)                            |        | 2 400                        | D             | \$93(3)(5)                 | 270 084  | D   |   |

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

S<sup>(1)</sup>

**S**<sup>(1)</sup>

 $S^{(1)}$ 

2,600

2,100

D

D

01/27/2016

01/27/2016

01/27/2016

|   | (e.g., pars, cans, warrants, options, convertible securities)         |  |   |                              |   |     |        |  |                    |   |  |   |  |  |  |
|---|---|--|---|------------------------------|---|-----|--------|--|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   |     |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A) | (D)    | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$35.64   | 01/27/2016                                 |   | M                            |   |     | 11,200 | (8)  | 02/01/2016         | Common<br>Stock   | 11,200                                 | \$0.00  | 0  | D  |  |

## **Explanation of Responses:**

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

- 1. Transaction made pursuant to Dr. Boger's company approved trading plan under Rule 10b5-1.
- 2. Open market sales reported on this line occurred at a weighted average price of \$90.70 (range \$90.57 to \$91.23).
- 3. Dr. Boger 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.
- 4. Open market sales reported on this line occurred at a weighted average price of \$92.04 (range \$91.61 to \$92.60).
- 5. Open market sales reported on this line occurred at a weighted average price of \$93.00 (range \$92.61 to \$93.51).
- 6. Open market sales reported on this line occurred at a weighted average price of \$94.10 (range \$93.63 to \$94.53).
- 7. Open market sales reported on this line occurred at a weighted average price of \$94.94 (range \$94.65 to \$95.31).
- 8. Fully vested.

## Remarks:

Omar White, Attorney-In-Fact 01/29/2016

\$94.1(3)(6)

\$94.94(3)(7)

\$95.71

267,484

265,384

265,284

13,286

122,700

D

D

D

Ι

Ι

401k

Common Stock

Held in Trust

- $^{\star}$  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).

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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