FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

0.5

hours per response:

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  BOGER KENNETH S					<u>v</u>	2. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [ VRTX ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify											/ner		
(Last) (First) (Middle) C/O VERTEX PHARMACEUTICALS INCORPORATED 130 WAVERLY ST					0	3. Date of Earliest Transaction (Month/Day/Year) 07/13/2011									below) below) SVP & General Counsel				
(Street) CAMBRIDGE MA 02176					_   4.	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person													
(City)		,		on-Dei	rivati	ve S	ecuritie	es Ac	auire	d. Di	sposed of	or Be	nefici	ially (	Owned				
1. Title of Security (Instr. 3)			2. Trans Date (Month/	action	tion 2A. Deem Execution y/Year) if any		Deemed ecution Date,		action (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an		(A) or	5. Amount		s Illy ollowing	Form	: Direct Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price			Reported Transaction(s) (Instr. 3 and 4)		[	Instr. 4)	
Common	Stock			07/13	3/2011				M	П	7,334	A	\$18	3.75	120	120,333		D	
Common Stock				07/13	3/2011				S <sup>(1)</sup>		7,334	D	\$51.9	92 <sup>(2)(3)</sup> 112,9		,999		D	
Common Stock														5,0	)21		I	401(k)	
Common	ommon Stock														174,1	167(4)			Γrustee of Trusts
			Table II	- Deriv	vative , puts	e Sec s, cal	curities Is, war	Acq	uired , opti	, Disp	osed of, o	or Ben le secu	eficia ırities	lly O\	vned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	Date, Transaction Code (Inst				6. Date Exerc Expiration D (Month/Day/		ate	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		[	B. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amo or Nun of Sha		(Instr. 4)				
Stock Option	\$18.75	07/13/2011		]	M	7,33		7,334	. (5)		09/23/2011	Common Stock 7,		334	\$0.00 36,66		7	D	
Stock	\$51.75	07/13/2011			A		30,500		10/13/	/2011 <sup>(6)</sup>	07/12/2021	Commo	n 30,	500	\$0.00	30,50	0	D	

## **Explanation of Responses:**

- $1.\ Transaction\ made\ pursuant\ to\ Mr.\ Boger's\ company\ approved\ trading\ plan\ under\ Rule\ 10b5-1.$
- 2. Open market sales reported on this line occurred at a weighted average price of \$51.92 (range \$51.51 to \$52.25).
- 3. Mr. 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. Kenneth S. Boger is the trustee for trusts established for the benefit of the three adult children of Joshua S. Boger (a director of the issuer).
- 5. Fully vested
- $6. \ Right to buy under 2006 \ Stock \ and \ Option \ Plan, vesting \ in \ 16 \ quarterly \ installments \ from \ 07/13/2011.$

## Remarks:

Valerie L. Andrews, Attorney-

07/14/2011

In-Fact

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.