FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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

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* Pace Megan E			VE	2. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [VRTX]									Check	all app	licable)	g Person(s) to Issu 10% Owi Other (sp		wner		
INCORP	(Fii TEX PHAI ORATED HERN AV	RMACEUTICA	Middle) LS			ate of 30/20		st Trans	action (f	/Jonth/	Day/Year)				X	belov		ommuni	below)	`
(Street) BOSTON (City)	I M	Α ()2210 Zip)		4. If	Amer	ndment	, Date o	of Origina	al Filed	I (Month/Da	ay/Yea	ar)		Indivi ne) X	Form	r Joint/Group n filed by One n filed by Mor on	e Reportir	ng Pers	on
		Tabl	e I - Nor	n-Deriva	ative	Sec	curitie	s Ac	quired	, Dis	posed o	f, or	Bene	eficia	ally (Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)				Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Al Disposed Of (D 5)						and Securi		cially I Following	6. Owne Form: D (D) or In (I) (Instr.	irect direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	((A) or (D)	Price	- 1	Transa	action(s) 3 and 4)			(111511.4)
Common Stock 10/30/				′2014	2014		A		20,000 ⁽¹⁾ A		A	\$ 0 .	01	43,350		D				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/D			Date,	Pate, Transaction Code (Instr.		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3	8. Price Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownersh Form: Direct (D or Indirec (I) (Instr.	n: ct (D) direct	Beneficial Ownership (Instr. 4)	
			Code	V (A) (D)		Date Expiration Date		Expiration Date	Title	or Nun of										

Explanation of Responses:

1. Performance-based retention award that will vest if performance objectives are achieved prior to November 15, 2019. The award will vest on October 30, 2017 (or, if later, the day following the earnings release for the third quarter of 2017) if the Company achieves positive EBITDA for the 12-month period ending September 30, 2017. Between January 1, 2018 and November 15, 2019, if the Company achieves positive EBITDA for a 12-month period ending on a calendar quarter, the award will vest on the day following the applicable earnings release.

Remarks:

Kenneth L. Horton, Attorney-In-Fact

11/03/2014

** Signature of Reporting Person

Date

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

- * 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.