SEC Form 4
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number:

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

Estimated average burden hours per response:

Obligations m Instruction 1(	nay continue. See (b).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 193	34	r	nours per response:	0.5
			or Section 30(h) of the Investment Company Act of 1940				
<u>Silva Paul</u>			2. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [ VRTX ]		ck all applicable) Director	10% Ow	ner
(Last) (First) (Middle) C/O VERTEX PHARMACEUTICALS INCORPORATED			3. Date of Earliest Transaction (Month/Day/Year) 05/06/2020		SVP & Controller		
50 NORTHEI	RN AVENUE		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	ividual or Joint/G	Group Filing (Check App	licable
(Street)				X	Form filed by	One Reporting Persor	I
BOSTON	MA	02210			Form filed by Person	y More than One Repor	ting
(City)	(State)	(Zip)					

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	05/06/2020		М		465	A	\$187.53	15,397	D		
Common Stock	05/06/2020		М		611	A	\$155.57	16,008	D		
Common Stock	05/06/2020		S <sup>(1)</sup>		79	D	\$269.41 <sup>(2)(3)</sup>	15,929	D		
Common Stock	05/06/2020		<b>S</b> <sup>(1)</sup>		149	D	\$270.51 <sup>(3)(4)</sup>	15,780	D		
Common Stock	05/06/2020		<b>S</b> <sup>(1)</sup>		328	D	\$272.4 <sup>(3)(5)</sup>	15,452	D		
Common Stock	05/06/2020		<b>S</b> <sup>(1)</sup>		240	D	\$273.53 <sup>(3)(6)</sup>	15,212	D		
Common Stock	05/06/2020		<b>S</b> <sup>(1)</sup>		210	D	\$274.41(3)(7)	15,002	D		
Common Stock	05/06/2020		<b>S</b> <sup>(1)</sup>		70	D	\$275.17 <sup>(3)(8)</sup>	14,932	D		
Common Stock								169	I	401(k)	

## 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$187.53	05/06/2020		М			465	(9)	02/05/2029	Common Stock	465	\$0.00	5,122	D	
Stock Option (Right to Buy)	\$155.57	05/06/2020		М			611	(10)	02/05/2028	Common Stock	611	\$0.00	4,281	D	

#### Explanation of Responses:

1. Transaction made pursuant to Mr. Silva's company approved trading plan under Rule 10b5-1.

2. Open market sales reported on this line occurred at a weighted average price of \$269.41 (range \$268.97 to \$269.87).

3. Mr. Silva 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 \$270.51 (range \$270.00 to \$270.75).

5. Open market sales reported on this line occurred at a weighted average price of \$272.40 (range \$272.03 to \$272.98).

6. Open market sales reported on this line occurred at a weighted average price of \$273.53 (range \$273.03 to \$273.90).

7. Open market sales reported on this line occurred5 at a weighted average price of \$274.41 (range \$274.05 to \$274.65).

8. Open market sales reported on this line occurred5 at a weighted average price of \$275.17 (range \$275.07 to \$275.30).

9. The option vests in 16 quarterly installments from 02/06/2019.

10. The option vests in 16 quarterly installments from 02/06/2018.

Remarks:

#### /s/ Sabrina Yohai, Attorney-in-05/08/2020 Fact

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

 $^{\ast}$  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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