Г

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB	APPROVAL

OMB Number:	3235-0287
Estimated average burd	len
hours per response:	0.5

BOGER JOSHUA S			2. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [VRTX]		tionship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner		
(Last)	(First)	(Middle)			Officer (give title below)	Other (specify below)	
C/O VERTEX PHARMACEUTICALS INCORPORATED		ALS	3. Date of Earliest Transaction (Month/Day/Year) 12/05/2012				
130 WAVERLY ST.			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	lividual or Joint/Group Filing (Check Applicable		
(Street)				X	Form filed by One Report	ting Person	
CAMBRIDGE	MA	02139			Form filed by More than C Person	One Reporting	
(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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Benerited	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 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	12/05/2012		М		4,000	A	\$15.6	636,895	D	
Common Stock	12/05/2012		S ⁽¹⁾		4,000	D	\$39.35 ⁽²⁾⁽³⁾	632,895	D	
Common Stock								13,286	Ι	401(k)
Common Stock								300,000	I	Common Stock held in trust. ⁽⁴⁾

L															
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)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired			and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		nount of Derivative curities Security derlying (Instr. 5) rivative Security		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				
Employee Stock Option (right to buy)	\$15.6	12/05/2012		М			4,000	(5)	01/17/2013	Common Stock	4,000	\$0.00	14,951	D	

Explanation of Responses:

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 \$39.35 (range \$39.20 to \$39.50).

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. Common stock held in grantor retained annuity trusts.

5. Fully vested.

Remarks:

Valerie L. Andrews, Attorney-<u>In-Fact</u> 12/06/2012

** 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.