

VERTEX PHARMACEUTICALS INC / MA

Form 4

May 13, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

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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 OF SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOGER JOSHUA S2. Issuer Name and Ticker or Trading Symbol  
VERTEX PHARMACEUTICALS  
INC / MA [VRTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/11/2016☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)C/O VERTEX  
PHARMACEUTICALS  
INCORPORATED, 50 NORTHERN  
AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

BOSTON, MA 02210

(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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	05/11/2016		M	5,130 A	\$ 35.35 270,414	D	
Common Stock	05/11/2016		S <sup>(1)</sup>	430 D	\$ 83.9 (2) (3) 269,984	D	
Common Stock	05/11/2016		S <sup>(1)</sup>	1,200 D	\$ 85.26 (2) (4) 268,784	D	
Common	05/11/2016		S <sup>(1)</sup>	1,600 D	\$ 267,184	D	

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Stock					86.78 (2) (5)			
Common Stock	05/11/2016		S(1)	1,400	D	\$ 87.43 (2) (6)	265,784	D
Common Stock	05/11/2016		S(1)	500	D	\$ 88.2 (2) (7)	265,284	D
Common Stock							13,286	I 401(k)
Common Stock							122,700	I Common Stock Held In Trust

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

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 35.35	05/11/2016		M	5,130	<u>(8)</u>	07/19/2016	Common Stock	5,130

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BOGER JOSHUA S C/O VERTEX PHARMACEUTICALS INCORPORATED 50 NORTHERN AVENUE	X

BOSTON, MA 02210

## Signatures

Omar White,  
Attorney-In-Fact

05/13/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Transaction made pursuant to Dr. Boger's company approved trading plan under Rule 10b5-1.
- (2) 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.
- (3) Open market sales reported on this line occurred at a weighted average price of \$83.90 (range \$83.60 to \$84.42).
- (4) Open market sales reported on this line occurred at a weighted average price of \$85.26 (range \$84.76 to \$85.73).
- (5) Open market sales reported on this line occurred at a weighted average price of \$86.78 (range \$86.11 to \$87.10).
- (6) Open market sales reported on this line occurred at a weighted average price of \$87.43 (range \$87.13 to \$88.10).
- (7) Open market sales reported on this line occurred at a weighted average price of \$88.20 (range \$88.14 to \$88.26).
- (8) Fully vested.

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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