Edgar Filing: SATO VICKI L - Form 4

SATO VICK Form 4	IL										
March 03, 20	ГЛ	отатро	SECUD			~TT &	NCEO	OMMERION		PROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check thi if no long	or		CHAN		Expires:	January 31, 2005					
subject to Section 1 Form 4 or	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(a) of the P	ublic Ut		ling Con	npany	y Act of	e Act of 1934, E 1935 or Section 40	n		
(Print or Type R	Responses)										
SATO VICKI L Symb			Symbol	5				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		VERTEX PHARMACEUTICALS INC / MA [VRTX]									
(Month/Da				-				Director X Officer (give below)		Owner er (specify	
C/O VERTE PHARMAC INCORPOR STREET			03/02/20)05					President		
				ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CAMBRIDGE, MA 02139								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3) 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
_				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/02/2005			М	7,000	А	\$ 9.5	115,108	D		
Common Stock	03/02/2005			S <u>(1)</u>	7,000	D	\$ 11.52	108,108	D		
Common Stock								8,084	I	401(k)	

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

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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. Transactic Code (Instr. 8)	5. Number prof Derivative Securities Acquired (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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 9.5	03/02/2005		М	7,000	03/14/1996(2)	12/13/2005	Common Stock	7,000

Reporting Owners

Reporting Owner Name / Address			Relationships				
			10% Owner	Officer	Other		
SATO VICKI L C/O VERTEX PHARMACEUTICALS 130 WAVERLY STREET CAMBRIDGE, MA 02139	INCORPORATED			President			
Signatures							
Kenneth S. Boger, Attorney-In-Fact	03/03/2005						
<u>**</u> 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. Sato's company approved trading plan established under Rule 10b5-1.

(2) Right to buy under 1994 Stock and Option Plan, vesting quarterly over 5 years from 12/14/1995.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.