

VERTEX PHARMACEUTICALS INC / MA
 Form 3
 September 07, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * Â Howton David T (Last) (First) (Middle)	2. Date of Event Requiring Statement (Month/Day/Year) 08/29/2011	3. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [VRTX]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O VERTEX PHARMACEUTICALS INCORPORATED,Â 130 WAVERLY ST (Street)				
CAMBRIDGE,Â MAÂ 02139 (City) (State) (Zip)				

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	9,599 ⁽¹⁾	D	Â
Common Stock	264	I	401(k)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options	12/14/2009 ⁽²⁾	09/13/2019	Common Stock	25,000	\$ 36.33	D	Â
Stock Options	05/04/2010 ⁽³⁾	02/03/2020	Common Stock	15,000	\$ 39.05	D	Â
Stock Options	10/14/2010 ⁽⁴⁾	07/13/2020	Common Stock	7,500	\$ 33.82	D	Â
Stock Options	05/03/2011 ⁽⁵⁾	02/02/2021	Common Stock	15,000	\$ 38.8	D	Â
Stock Options	10/13/2011 ⁽⁶⁾	07/12/2021	Common Stock	7,500	\$ 51.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Howton David T C/O VERTEX PHARMACEUTICALS INCORPORATED 130 WAVERLY ST CAMBRIDGE, MA 02139	Â	Â	Â SVP	Â

Signatures

David T.
Howton

09/07/2011

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- (i) Includes (a) 3,000 shares of common stock vesting in three equal installments on 9/1/2011, 9/1/2012 and 9/1/2013; (b) 1,000 shares of common stock vesting on 2/4/2014, subject to acceleration upon achievement of Company performance goals, and (c) 3,000 shares of common stock vesting on 2/3/2015, subject to acceleration upon achievement of Company performance goals.
- (1) common stock vesting on 2/4/2014, subject to acceleration upon achievement of Company performance goals, and (c) 3,000 shares of common stock vesting on 2/3/2015, subject to acceleration upon achievement of Company performance goals.
- (2) Right to buy under 2006 Stock and Option Plan vesting in 16 quarterly installments from 09/14/2009.
- (3) Right to buy under 2006 Stock and Option Plan, vesting in 16 quarterly installments from 02/04/2010.
- (4) Right to buy under 2006 Stock and Option Plan vesting in 16 quarterly installments from 07/14/2010.
- (5) Right to buy under 2006 Stock and Option Plan vesting in 16 quarterly installments from 02/03/2011.
- (6) Right to buy under 2006 Stock and Option Plan vesting in 16 quarterly installments from 07/13/2011.

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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