### Edgar Filing: VERTEX PHARMACEUTICALS INC / MA - Form 4

### VERTEX PHARMACEUTICALS INC / MA

Form 4

December 22, 2008

| December 22, 200  | <i>J</i> 0  |   |                          |                                  |   |  |  |  |                        |  |  |
|---|---|---|--------------------------|----------------------------------|---|--|--|--|------------------------|--|--|
| FORM 4 UNITED STATES SECUDITIES AND EXCHANGE COMMISSION   |   |   |                          |                                  |   |  | OMB APPROVAL   |  |                        |  |  |
| Washington, D.C. 20549  |   |   |                          |                                  |   |  | OMB<br>Number:   | 3235-0287  |                        |  |  |
| Check this box if no longer   |   |   |                          |                                  |   |  |  | Expires:   | January 31,            |  |  |
| subject to<br>Section 16.<br>Form 4 or  | STATEMENT OF CHANGES IN BENEFICIAL OWNERS SECURITIES          |   |                          |                                  |   |  |  | Estimated a burden hour response                                     |                        |  |  |
| Form 5 obligations may continue.  See Instruction 1(b).  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 Respon   | nses)   |   |                          |                                  |   |  |  |  |                        |  |  |
| 1. Name and Address<br>Lewis-Hall Freda   | Syn<br>VE   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol VERTEX PHARMACEUTICALS |                          |                                  |   | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable) |  |  |                        |  |  |
|   | INC   | INC / MA [VRTX]   |                          |                                  |   | , 11   |  |  |                        |  |  |
| (Last) (  | Oate of Earliest Tra<br>onth/Day/Year)                        | ansaction   |                          |                                  | Director 10% Owner Other (specify below) below) |  |  |  |                        |  |  |
| C/O VERTEX  | 12/19/2008  |   |                          |                                  | EVP, Medicines Development                      |  |  |  |                        |  |  |
| PHARMACEUTICALS INCORPORATED, 130 WAVERLY STREET  |   |   |                          |                                  |   |  |  |  |                        |  |  |
| (2)   | (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) |   |                          |                                  |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person                  |  |                        |  |  |
| CAMBRIDGE, N  | MA 02139  |   |                          |                                  |   |  |  | fore than One Re   |                        |  |  |
| (City) (S   | State) (Z   | Zip)  | Table I - Non-D          | erivative S                      | Securi  | ties Acc   | quired, Disposed of  | , or Beneficial  | ly Owned               |  |  |
|   | ransaction Date<br>onth/Day/Year)                             | Execution Da any  | Code<br>Year) (Instr. 8) | on(A) or Di<br>(D)<br>(Instr. 3, | spose<br>4 and<br>(A)<br>or                     | d of<br>5)   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | Indirect<br>Beneficial |  |  |
| Common 12/  | 19/2008   |   | Code V $S^{(1)}$         | Amount 1.250                     |   | Price \$ 29.9  | 42.500   | D  |                        |  |  |

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

S<sup>(1)</sup>

1,250 D

12/19/2008

Stock

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 control number.

SEC 1474

(9-02)

29.9 42,500

(2) (3)

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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 | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.          | 6. Date Exerc   | cisable and     | 7. Title         | and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|-------------|-----------------|-----------------|------------------|--------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber    | Expiration Date |                 | Amount           | t of   | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of          | (Month/Day/     | Year)           | Underly          | ing    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative  | e               |                 | Securitie        | es     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities  |                 |                 | (Instr. 3        | and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired    |                 |                 |                  |        |             | Follo  |
|             | •           |                     |                    |            | (A) or      |                 |                 |                  |        |             | Repo   |
|             |             |                     |                    |            | Disposed    |                 |                 |                  |        |             | Trans  |
|             |             |                     |                    |            | of (D)      |                 |                 |                  |        |             | (Instr |
|             |             |                     |                    |            | (Instr. 3,  |                 |                 |                  |        |             |        |
|             |             |                     |                    |            | 4, and 5)   |                 |                 |                  |        |             |        |
|             |             |                     |                    |            |             |                 |                 | ^                | mount  |             |        |
|             |             |                     |                    |            |             |                 |                 |                  | mount  |             |        |
|             |             |                     |                    |            |             | Date E          | Expiration      | Or<br>Title Numb |        |             |        |
|             |             |                     |                    |            | Exercisable | Date            | Title Number of |                  |        |             |        |
|             |             |                     |                    | C + V      | (A) (D)     |                 |                 |                  |        |             |        |
|             |             |                     |                    | Code V     | (A) (D)     |                 |                 | S                | hares  |             |        |

# **Reporting Owners**

Relationships Reporting Owner Name / Address Officer Other Director 10% Owner

Lewis-Hall Freda C C/O VERTEX PHARMACEUTICALS **INCORPORATED** 130 WAVERLY STREET CAMBRIDGE, MA 02139

EVP, Medicines Development

# **Signatures**

Kenneth S. Boger, 12/22/2008 Attorney-In-Fact

\*\*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. Lewis-Hall's company approved trading plan established under Rule 10b5-1.
- (2) Open market sales reported on this line occurred at a weighted average price of \$29.90 (range \$29.46 to \$30.19).
- Dr. Lewis-Hall 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.

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.

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