

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 | |
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| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

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| 1. Name and Address of Reporting Person* <u>Parini Michael</u> (Last) (First) (Middle) <u>C/O VERTEX PHARMACEUTICALS INCORPORATED</u> <u>50 NORTHERN AVENUE</u> (Street) <u>BOSTON MA 02210</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>VERTEX PHARMACEUTICALS INC / MA [VRTX]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, CL&AO</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/06/2020</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |
| 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 01/06/2020 | | M | | 4,250 | A | \$122.45 | 39,253 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 400 | D | \$218.93 ⁽²⁾⁽³⁾ | 38,853 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 461 | D | \$220.69 ⁽³⁾⁽⁴⁾ | 38,392 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 1,599 | D | \$221.49 ⁽³⁾⁽⁵⁾ | 36,793 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 398 | D | \$222.67 ⁽³⁾⁽⁶⁾ | 36,395 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 1,063 | D | \$223.6 ⁽³⁾⁽⁷⁾ | 35,332 | D | |
| Common Stock | 01/06/2020 | | S ⁽¹⁾ | | 329 | D | \$224.11 ⁽³⁾⁽⁸⁾ | 35,003 | D | |

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 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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 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 |
| Stock Option (Right to Buy) | \$122.45 | 01/06/2020 | | M | | | 4,250 | (9) | 01/03/2026 | Common Stock | 4,250 | \$0.00 | 0 | D | |

Explanation of Responses:

- Transaction made pursuant to Mr. Parini's company-approved trading plan under Rule 10b5-1.
- Open market sales reported on this line occurred at a weighted average price of \$218.93 (range \$218.40 to \$219.37).
- Mr. Parini 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.
- Open market sales reported on this line occurred at a weighted average price of \$220.69 (range \$220.32 to \$220.99).
- Open market sales reported on this line occurred at a weighted average price of \$221.49 (range \$221.00 to \$221.82).
- Open market sales reported on this line occurred at a weighted average price of \$222.67 (range \$222.14 to \$222.99).
- Open market sales reported on this line occurred at a weighted average price of \$223.60 (range \$223.19 to \$223.99).
- Open market sales reported on this line occurred at a weighted average price of \$224.11 (range \$224.02 to \$224.27).
- Fully vested.

Remarks:

/s/ Omar White, Attorney-in-Fact 01/08/2020

** 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.

