

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

1. Name and Address of Reporting Person* <u>Wysenski Nancy</u>  (Last) (First) (Middle) <u>C/O VERTEX PHARMACEUTICALS INCORPORATED</u> <u>130 WAVERLY ST</u>  (Street) <u>CAMBRIDGE MA 02139</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, Chief Commercial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2012</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	05/07/2012		M		6,797	A	\$33.82	43,191	D	
Common Stock	05/07/2012		M		12,500	A	\$39.7	55,691	D	
Common Stock	05/07/2012		M		120,000	A	\$39.7	175,691	D	
Common Stock	05/07/2012		M		3,398	A	\$38.8	179,089	D	
Common Stock	05/07/2012		S <sup>(1)</sup>		147,695	D	\$54.5	31,394	D	
Common Stock	05/08/2012		M		9,063	A	\$33.82	40,457	D	
Common Stock	05/08/2012		M		10,196	A	\$38.8	50,653	D	
Common Stock	05/08/2012		M		18,750	A	\$39.7	69,403	D	
Common Stock	05/08/2012		S <sup>(1)</sup>		9,063	D	\$59.19	60,340	D	
Common Stock	05/08/2012		S <sup>(1)</sup>		10,196	D	\$62.08	50,144	D	
Common Stock	05/08/2012		S <sup>(1)</sup>		18,750	D	\$63.52	31,394	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	Amount or Number of Shares				
Stock Option	\$33.82	05/07/2012		M			6,797	10/14/2010	07/13/2020	Common Stock	6,897	\$0.00	29,453	D	
Stock Option	\$39.7	05/07/2012		M			12,500	03/09/2010	12/08/2019	Common Stock	12,500	\$0.00	87,500	D	
Stock Option	\$39.7	05/07/2012		M			120,000	05/23/2011	12/08/2019	Common Stock	120,000	\$0.00	180,000	D	
Stock Option	\$38.8	05/07/2012		M			3,398	05/03/2011	02/02/2021	Common Stock	3,398	\$0.00	50,977	D	
Stock Option	\$33.82	05/08/2012		M			9,063	10/14/2010	07/13/2020	Common Stock	9,063	\$0.00	20,390	D	
Stock Option	\$38.8	05/08/2012		M			10,196	05/03/2011	02/02/2021	Common Stock	10,196	\$0.00	40,781	D	
Stock Option	\$39.7	05/08/2012		M			18,750	03/09/2010	12/08/2019	Common Stock	18,750	\$0.00	68,750	D	

**Explanation of Responses:**

1. Transaction made pursuant to Ms. Wysenski's company approved trading plan under Rule 10b5-1.

**Remarks:**

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.**