

# VERTEX PHARMACEUTICALS INC / MA

Reported by  
**CHODAKEWITZ JEFFREY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 11/06/17 for the Period Ending 11/02/17

Address	50 NORTHERN AVENUE BOSTON, MA, 02210
Telephone	6173416393
CIK	0000875320
Symbol	VRTX
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

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

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Chodakewitz Jeffrey</b>		<b>VERTEX PHARMACEUTICALS INC / MA [ VRTX ]</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP GMDA, CMO</b>	
(Last) (First) (Middle) <b>C/O VERTEX PHARMACEUTICALS INCORPORATED, 50 NORTHERN AVENUE</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>11/2/2017</b>			
(Street) <b>BOSTON, MA 02210</b>		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	11/2/2017		M		1796	A	\$91.05	56220	D	
Common Stock	11/2/2017		S (1)		400	D	\$143.54 (2)(3)	55820	D	
Common Stock	11/2/2017		S (1)		1096	D	\$144.89 (3)(4)	54724	D	
Common Stock	11/2/2017		S (1)		300	D	\$145.89 (3)(5)	54424	D	
Common Stock	11/3/2017		M		3594	A	\$109.14	58018	D	
Common Stock	11/3/2017		S (1)		3594	D	\$144.69 (3)(6)	54424	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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 (Right to Buy)	\$91.05	11/2/2017		M		1796		(7)	2/1/2026	Common Stock	1796	\$0.00	16164	D	
Stock Option (Right to Buy)	\$109.14	11/3/2017		M		3594		(8)	2/2/2025	Common Stock	3594	\$0.00	17969	D	

### Explanation of Responses:

- Transaction made pursuant to Dr. Chodakewitz's company-approved trading plan under Rule 10b5-1.
- Open market sales reported on this line occurred at a weighted average price of \$143.54 (range \$142.98 to \$143.81).
- Dr. Chodakewitz 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 \$144.89 (range \$144.48 to \$145.18).
- Open market sales reported on this line occurred at a weighted average price of \$145.89 (range \$145.63 to \$146.04).
- Open market sales reported on this line occurred at a weighted average price of \$144.69 (range \$144.19 to \$144.90).
- The option vests in 16 quarterly installments from 2/2/2016.
- The option vests in 16 quarterly installments from 2/3/2015.

### Reporting Owners

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

Chodakewitz Jeffrey C/O VERTEX PHARMACEUTICALS INCORPORATED 50 NORTHERN AVENUE BOSTON, MA 02210			EVP GMDA, CMO	
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**Signatures**

/s/ Omar White, Attorney-in-Fact

11/6/2017

\*\*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.

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