## Edgar Filing: SMITH IAN F - Form 4

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Form 4	Г										
February 08,	2010										
								OMB APPROVAL			
Washington, D.C. 20549								OMB Number:	3235-0287 January 31		
Check this if no long subject to Section 10 Form 4 or Form 5	er <b>STATE</b> 5.	ox STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 1'	7(a) of the	Public Ut		ling Com	pany	Act of	e Act of 1934, f 1935 or Section 40	n		
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> SMITH IAN F			2. Issuer Name <b>and</b> Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [VRTX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O VERTE PHARMAC INCORPOR STREET		(Middle) AVERLY	3. Date of (Month/D 02/04/20	-	ansaction			Director X Officer (give below) E		o Owner er (specify	
	(Street)	ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
CAMBRIDO	GE, MA 02139								fore than One Re		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/04/2010			Code V A	Amount 12,084	(A) or (D) A	Price \$ 0.01	Transaction(s) (Instr. 3 and 4) 73,119	D		
Common Stock								4,421	Ι	401(k)	

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

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

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#### number.

# 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 39.05	02/04/2010		А	90,625 (2)	05/04/2010	02/03/2020	Common Stock	90,625

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>			Relationships				
F			10% Owner	Officer	Other		
SMITH IAN F C/O VERTEX PHARMACEUTICALS IN 130 WAVERLY STREET CAMBRIDGE, MA 02139	ICORPORATED			EVP & CFO			
Signatures							
Kenneth S. Boger, Attorney-In-Fact	02/08/2010						

\*\*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).

Stock grant under 2006 Stock and Option Plan, vesting on 2/4/2014, subject to 50% acceleration upon receiving U.S. marketing approval
 (1) for telaprevir; and to 50% acceleration upon either (a) reaching specified telaprevir sales levels during 18 months following its U.S. launch or (b) launch of any additional drug beyond telaprevir prior to December 31, 2012.

(2) Stock option under 2006 Stock and Option Plan, vesting in 16 equal quarterly installments over four years.

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.