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VERTEX PHARMACEUTICALS INC / MA

Form 4

FORM **4**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	OMB Number: Expires: Estimated a burden hou response	•					
1. Name and Address of Reporting Person * Negulescu Paul A			2. Issuer Name and Ticker or Trading Symbol VERTEX PHARMACEUTICALS INC / MA [VRTX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (COVERTEX PHARMACEUT INCORPORATE STREET	ICALS	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/03/2005	DirectorX Officer (give to below)		Owner er (specify	

CAMBRI	DOE	7 / /	02120
LAMBRI)	1V/I 🛆	11/139

(City)

(Street)

(State)

(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (D)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	(A) or Amount (D) Price	Reported Transaction(s) (Instr. 3 and 4)	,	
Common Stock	02/03/2005		A	$\begin{array}{ccc} 2,375 & A & \$ \\ \underline{(1)} & 0.01 \end{array}$	55,516	D	
Common Stock					1,316	I	shares 401(k)

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Applicable Line)

OMB APPROVAL

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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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option	\$ 10.41	02/03/2005		A	10,313		05/03/2005(2)	02/02/2015	Common Stock	10,313

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 6	Director	10% Owner	Officer	Other		
Negulescu Paul A						
C/O VERTEX PHARMACEUTICALS INCORPORATED			VP,			
130 WAVERLY STREET			Research			
CAMBRIDGE MA 02139						

Signatures

Valerie L. Andrews, 02/07/2005 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).
- Stock grant made under 1996 Stock and Option Plan, vesting 02/03/2009, subject to acceleration upon achievement of certain **(1)** performance-based milestones.
- (2) Right to buy under 1996 Stock and Option Plan, vesting in 16 equal quarterly installments from 02/03/2005.

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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