

VERTEX PHARMACEUTICALS INC / MA  
Form SC 13G/A  
February 16, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G  
(Amendment No. 2)

Under the Securities Exchange Act of 1934

Vertex Pharmaceuticals Incorporated  
(Name of Issuer)

Common Stock, \$0.01 par value  
(Title of Class of Securities)

92532F100  
(CUSIP Number)

December 31, 2009  
(Date of Event Which Requires Filing of this Statement)

Check the following box to designate the rule pursuant to which the Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 92532F100

1. Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
D. E. Shaw Valence Portfolios, L.L.C.  
13-4046559
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)  o  
(b)  o
3. SEC Use Only
4. Citizenship or Place of Organization  
Delaware

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
-0-

6. Shared Voting Power  
6,972,857 (1)

7. Sole Dispositive Power  
-0-

8. Shared Dispositive Power  
6,972,857 (1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
6,972,857 (1)

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  o

11. Percent of Class Represented by Amount in Row (9)  
3.6% (2)

12. Type of Reporting Person (See Instructions)  
OO

1 Includes bonds convertible into 123,298 shares.

2 Based on 193,898,858 shares of outstanding common stock as reported in the Issuer's Prospectus Supplement filed on December 3, 2009, and including the 123,298 shares from the potential conversion of the bonds for a total of 194,022,156 shares outstanding.



CUSIP No. 92532F100

1. Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
D. E. Shaw & Co., L.P.  
13-3695715
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Delaware
- |   |    |   |
|---|----|---|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>-0-                  |
|   | 6. | Shared Voting Power<br>7,131,460 (1)      |
|   | 7. | Sole Dispositive Power<br>-0-             |
|   | 8. | Shared Dispositive Power<br>7,131,460 (1) |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,131,460 (1)
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
3.7% (2)
  12. Type of Reporting Person (See Instructions)  
IA, PN

1 Includes bonds convertible into 281,429 shares.

2 Based on 193,898,858 shares of outstanding common stock as reported in the Issuer's Prospectus Supplement filed on December 3, 2009, and including the 281,429 shares from the potential conversion of the bonds for a total of 194,180,287 shares outstanding.



CUSIP No. 92532F100

1. Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
David E. Shaw
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input type="radio"/>
3. SEC Use Only
4. Citizenship or Place of Organization  
United States

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

- |    |  |   |
|----|--|---|
| 5. |  | Sole Voting Power<br>-0-                  |
| 6. |  | Shared Voting Power<br>7,131,460 (1)      |
| 7. |  | Sole Dispositive Power<br>-0-             |
| 8. |  | Shared Dispositive Power<br>7,131,460 (1) |

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,131,460 (1)

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
3.7% (2)

12. Type of Reporting Person (See Instructions)  
IN

1 Includes bonds convertible into 281,429 shares.

2 Based on 193,898,858 shares of outstanding common stock as reported in the Issuer's Prospectus Supplement filed on December 3, 2009, and including the 281,429 shares from the potential conversion of the bonds for a total of 194,180,287 shares outstanding.

Item 1.

- (a) Name of Issuer:  
Vertex Pharmaceuticals Incorporated
- (b) Address of Issuer's Principal Executive Offices:  
130 Waverly Street  
Cambridge, MA 02139

Item 2.

- (a) Name of Person Filing:  
D. E. Shaw Valence Portfolios, L.L.C.  
D. E. Shaw & Co., L.P.  
David E. Shaw
- (b) Address of Principal Business Office or, if none, Residence:  
The business address for each reporting person is:  
120 W. 45th Street, Tower 45, 39th