

VERTEX PHARMACEUTICALS INC / MA
 Form 3
 January 25, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ^ VERTEX
 PHARMACEUTICALS INC /
 MA

2. Date of Event Requiring Statement
 (Month/Day/Year)
 01/25/2006

3. Issuer Name and Ticker or Trading Symbol
 Altus Pharmaceuticals Inc. [ALTU]

(Last) (First) (Middle)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

130 WAVERLY STREET

(Street)

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer ___ Other
 (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 X Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

CAMBRIDGE, MA 02139

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Redeemable Preferred Stock	450,000	D	^
Common Stock	466,680 ⁽¹⁾ ⁽²⁾	D	^

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title				
Warrants	09/26/2001	02/01/2009	Common Stock	1,962,494 ⁽¹⁾	\$ 5.64	D	À
Series A Preferred Stock	09/26/2001	01/31/2006 ⁽³⁾	Common Stock	381,596 ⁽¹⁾	\$ 5.73	D	À

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VERTEX PHARMACEUTICALS INC / MA 130 WAVERLY STREET CAMBRIDGE, MA 02139	À	À X	À	À

Signatures

Kenneth S. Boger, 01/25/2006
Attorney-In-Fact
**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) After taking into account a 1:2.293 reverse stock split of the Issuer's Common Stock and, in the case of Warrants and the Series A Preferred Stock, adjustments to the applicable exercise price or conversion price, respectively, as a result of such reverse stock split.
- (2) Includes 30,528 (post-split) shares held by Joshua S. Boger, the President and Chief Executive Officer of Vertex Pharmaceuticals Incorporated, for which Vertex disclaims beneficial ownership.
- (3) Reflecting the anticipated date of the closing of the Issuer's initial public offering of common stock, upon which the Series A Preferred Stock will convert into the indicated number of shares of Common Stock.

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.