FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL | | | | | | | | |
|---|------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| l | Estimated average burd | en | | | | | | | |
| ı | hours per response: | 0.5 | | | | | | | |

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

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* Boulding Mark Elliott | | | | | | 2. Issuer Name and Ticker or Trading Symbol PTC THERAPEUTICS, INC. [PTCT] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
|--|---|--|--|---------|------------|--|----------|------|--|------|-------------------------|--|---|-------------------|---|---|----------------|--|---|--|
| | | | | | - L | | | | | | | | | | | (give title | | Other (s | · | |
| (Last) (First) (Middle) C/O PTC THERAPEUTICS, INC. | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/29/2020 | | | | | | | | | Exec. VP and CLO | | | | | |
| 100 CORPORATE COURT | | | | | | | | | | | | | | | | | | | | |
| (Street) | | | | | 4.1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | |
| PLAINF | IELD N | J | 07080 | | | | | | | | | 1 | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Tab | ole I - Nor | n-Deriv | vativ | e Se | curities | s Ac | quired, [| Disp | osed o | f, or E | ene | ficiall | y Owned | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | | | Execution [| | | 3. Transac Code (Ir r) 8) | | | | | | | es ally Following | Form (D) or | Ownership orm: Direct O) or Indirect ((Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A (D | or | Price | Reported Transact (Instr. 3 | tion(s) | | | (Instr. 4) | |
| Common Stock 01/29 | | | | | | | /2020 | | A | | 10,200 ⁽¹⁾ A | | A | \$ <mark>0</mark> | 39 | 39,724 | | D | | |
| | | - | Table II - | | | | | | uired, Di , options | | | | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution I if any (Month/Day | Date, | Code (Inst | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | ly | Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Beneficial Ownership t (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | expiration | Title | or Nu of | umber | | | | | | |
| Stock Option (Right To Buy) | \$51.16 | 01/29/2020 | | | A | | 59,500 | | (2) | 0 | 1/28/2030 | Commo | n 5 | 9,500 | \$0 | 59,500 |) | D | | |

Explanation of Responses:

- 1. Restricted stock units granted on January 29, 2020 that vest in four equal installments over four years, commencing on January 29, 2021.
- 2. This option was granted on January 29, 2020, and vests over four years, with 25% of the shares underlying the option vesting on January 29, 2021, and an additional 6.25% of the original number of shares underlying the option vesting at the end of each successive three-month period thereafter, beginning on April 29, 2021.

Remarks:

/s/ Avraham S. Adler, attorneyin-fact

01/31/2020

** 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.

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 Number.