Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

(Instr. 4)

D

Reported Transaction(s) (Instr. 3 and 4)

29,276

Price

\$11.23

Α

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

Instruction 1(b).	oonunge. Goo			nt to Section 16(a) oction 30(h) of the In		es Exchange Act of 1934 npany Act of 1940		liouis	per response.	0.5	
1. Name and Address of Reporting Person* Almstead Neil Gregory (Last) (First) (Middle) C/O PTC THERAPEUTICS, INC.				er Name and Ticke THERAPEU e of Earliest Transac /2020	<u>ITICS, ÎN</u>	<u>C.</u> [PTCT]		lationship of Reporting Person(s) to Issuer ck all applicable) Director 10% Owner Officer (give title below) below) Chief Technical Ops Officer			
100 CORPORA	TE COURT										
(Street) SOUTH PLAINFIELD	NJ	07080	4. If Ai	mendment, Date of	Original Filed	(Month/Day/Year)	6. Indiv Line) X	Form filed by One Form filed by Mor Person	e Reporting Pers	on	
(City)	(State)	(Zip)									
	Ta	able I - No	n-Derivative S	Securities Acq	uired, Disp	oosed of, or Benefi	cially (Owned			
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	

Code

 $M^{(1)}$

(e.g., puts, calls, warrants, options, convertible securities)

11/04/2020

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	11/04/2020		S ⁽¹⁾		21,875	D	\$60	27,089	D		
	11/04/2020		M ⁽¹⁾		21,875	A	\$11.23	48,964	D		
	11/04/2020		S ⁽¹⁾		2,187	D	\$60	27,089	D		

2,187

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. Transa Code (8)	action Instr.	5. Number of Derivative 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right To Buy)	\$11.23	11/04/2020		M ⁽¹⁾			2,187	(2)	01/02/2027	Common Stock	2,187	\$11.23	32,813	D	
Stock Option (Right to Buy)	\$11.23	11/04/2020		M ⁽¹⁾			21,875	(2)	01/02/2027	Common Stock	21,875	\$11.23	10,938	D	
Stock Option (Right To Buy)	\$490.8							(3)	04/27/2021	Common Stock	216		216	D	
Stock Option (Right To Buy)	\$218.4							(3)	01/10/2022	Common Stock	166		166	D	
Stock Option (Right To Buy)	\$27.05							(3)	01/27/2024	Common Stock	40,000		40,000	D	
Stock Option (Right To Buy)	\$51							(3)	01/01/2025	Common Stock	69,550		69,550	D	
Stock Option (Right To Buy)	\$30.86							(3)	01/03/2026	Common Stock	55,000		55,000	D	
Stock Option (Right To Buy)	\$18.01							(4)	01/02/2028	Common Stock	70,000		70,000	D	
Stock Option (Right To Buy)	\$33.02							(5)	01/21/2029	Common Stock	72,500		72,500	D	

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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/\)	ate	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right To Buy)	\$33.02							(6)	01/21/2029	Common Stock	17,500		17,500	D	
Stock Option (Right To Buy)	\$51.16							(7)	01/28/2030	Common Stock	69,500		69,500	D	

Explanation of Responses:

- 1. The transactions reported in this Form 4 were effected pursuant to written a Rule 10b5-1 plan adopted by the Reporting Person on August 16, 2019.
- 2. This option was granted on January 3, 2017, and vests over four years, with 25% of the shares underlying the option vesting on January 3, 2018, 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 3, 2018.
- 3. Currently exercisable.
- 4. This option was granted on January 3, 2018, and vests over four years, with 25% of the shares underlying the option vesting on January 3, 2019, 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 3, 2019.
- 5. This option was granted on January 22, 2019 and vests over four years, with 25% of the shares underlying the option vesting on January 22, 2020, 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 April 22, 2020.
- 6. This option was granted on January 22, 2019 and vests over four years, with 50% of the shares underlying the option vesting on January 22, 2022, and the remaining 50% of the original number of shares underlying the option vesting on January 22, 2023.
- 7. 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, attorney-11/06/2020

** 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.

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