

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>SOUTHWELL DAVID P</u> (Last) (First) (Middle) <u>C/O PTC THERAPEUTICS, INC.</u> <u>100 CORPORATE COURT</u> (Street) <u>SOUTH</u> <u>NJ</u> <u>07080</u> <u>PLAINFIELD</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PTC THERAPEUTICS, INC.</u> [<u>PTCT</u>]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/17/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/17/2023		M ⁽¹⁾		11,429	A	\$18.01	21,929	D	
Common Stock	04/17/2023		s ⁽¹⁾		6,241	D	\$50.6886 ⁽²⁾	15,688	D	
Common Stock	04/17/2023		s ⁽¹⁾		5,188	D	\$51.434 ⁽³⁾	10,500	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. Transaction Code (Instr. 8)		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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$18.01	04/17/2023		M ⁽¹⁾		11,429	(4)	01/02/2028	Common Stock	11,429	\$18.01	0	D	
Stock Option (Right to Buy)	\$51						(4)	01/02/2025	Common Stock	12,000		12,000	D	
Stock Option (Right to Buy)	\$30.86						(4)	01/03/2026	Common Stock	12,000		12,000	D	
Stock Option (Right to Buy)	\$33.02						(4)	01/02/2029	Common Stock	14,000		14,000	D	
Stock Option (Right to Buy)	\$51.16						(4)	01/28/2030	Common Stock	10,000		10,000	D	
Stock Option (Right to Buy)	\$66.49						(4)	01/05/2031	Common Stock	10,000		10,000	D	
Stock Option (Right to Buy)	\$38.1						(4)	01/06/2032	Common Stock	12,000		12,000	D	
Stock Option (Right to Buy)	\$39.42						(5)	01/04/2033	Common Stock	10,000		10,000	D	

Explanation of Responses:

1. This transaction was effected pursuant to a written Rule 10b5-1 plan adopted by the Reporting Person on February 24, 2023.
2. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$50.00 to \$50.97 per share. The Reporting Person hereby undertakes, upon request by the SEC staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
3. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$51.01 to \$51.835 per share. The Reporting Person hereby undertakes, upon request by the SEC staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
4. Currently exercisable.

5. This option was granted on January 5, 2023 and vests over one year in twelve equal monthly installments, commencing on February 5, 2023.

/s/ Avraham S. Adler, Attorney-
in-Fact 04/19/2023

** 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.