

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

| OMB APPROVAL                                 |           |
|--|-----------|
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|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person*<br><u>Souza Marcio</u><br><br>(Last) (First) (Middle)<br><u>C/O PTC THERAPEUTICS, INC.</u><br><u>100 CORPORATE COURT</u><br><br>(Street)<br><u>SOUTH PLAINFIELD NJ 07080</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>PTC THERAPEUTICS, INC. [ PTCT ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Chief Operating Officer</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>05/31/2017</u>                 |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |

**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                    | 05/31/2017                           |  | A                              |   | 30,000 <sup>(1)</sup>   | A          | \$0   | 36,457  | 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 | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title     |
| Stock Option (Right To Buy)                | \$12.53  | 05/31/2017                           |  | A                              |   | 30,000   |     | (2)  | 05/31/2017      | Common Stock  | 30,000                                     | \$12.53  | 30,000  | D  |           |
| Stock Option (Right To Buy)                | \$26.42  |                                      |  |                                |   |  |     | (3)  | 07/31/2024      | Common Stock  | 30,000                                     |  | 30,000  | D  |           |
| Stock Option (Right To Buy)                | \$51   |                                      |  |                                |   |  |     | (4)  | 01/02/2025      | Common Stock  | 10,525                                     |  | 10,525  | D  |           |
| Stock Option (Right To Buy)                | \$30.86  |                                      |  |                                |   |  |     | (5)  | 01/03/2026      | Common Stock  | 16,000                                     |  | 16,000  | D  |           |
| Stock Option (Right To Buy)                | \$12.64  |                                      |  |                                |   |  |     | (6)  | 11/16/2026      | Common Stock  | 2,000                                      |  | 2,000   | D  |           |
| Stock Option (Right To Buy)                | \$11.23  |                                      |  |                                |   |  |     | (7)  | 01/02/2027      | Common Stock  | 23,100                                     |  | 23,100  | D  |           |
| Stock Option (Right To Buy)                | \$12.92  |                                      |  |                                |   |  |     | (8)  | 05/17/2027      | Common Stock  | 10,000                                     |  | 10,000  | I  | By Spouse |

**Explanation of Responses:**

- Restricted stock awarded to the Reporting Person vests in two equal annual installments over two years, commencing on May 31, 2018.
- This option was granted on May 31, 2017, and vests in two equal annual installments over two years, commencing on May 31, 2018.
- This option was granted on July 31, 2014 and vests over four years, with 25% of the shares underlying the option vested on July 31, 2015, 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 October 31, 2015.
- This option was granted on January 2, 2015 and vests over four years, with 25% of the shares underlying the option vested on January 2, 2016, 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 2, 2016.
- This option was granted on January 4, 2016 and vests over four years, with 25% of the shares underlying the option vested on January 4, 2017, 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 4, 2017.
- This option was granted on November 17, 2016, and vests over four years, with 25% of the shares underlying the option vesting on November 17, 2017, 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 February 17, 2018.

7. 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.

8. This option was granted on May 17, 2017, and vests over four years, with 25% of the shares underlying the option vesting on May 8, 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 August 8, 2018.

**Remarks:**

Avraham S. Adler, attorney-in-  
fact 06/02/2017

\*\* 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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