FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

Hill Emily Lu (Last)	(First)	(Middle)	Issuer Name and Ticker or Trading Symbol     PTC THERAPEUTICS, INC. [ PTCT ]  3. Date of Earliest Transaction (Month/Day/Year) 01/08/2021	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify below)  Chief Financial Officer				
(Street) SOUTH PLAINFIELD (City)	NJ (State)	07080 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting Person		
	Ta	hle I - Non-Deriva	ative Securities Acquired, Disposed of, or Benefi	cially (	Owned			

lable 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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		(		
Common Stock	01/08/2021		M <sup>(1)</sup>		2,430	A	\$30.86	26,552	D			
Common Stock	01/08/2021		S <sup>(1)</sup>		2,430	D	\$69.75	24,122	D			
Common Stock	01/08/2021		<b>M</b> <sup>(1)</sup>		3,825	Α	\$11.23	27,947	D			
Common Stock	01/08/2021		<b>S</b> <sup>(1)</sup>		3,825	D	\$69.75	24,122	D			
Common Stock	01/08/2021		<b>M</b> <sup>(1)</sup>		10,500	A	\$18.01	34,622	D			
Common Stock	01/08/2021		<b>S</b> <sup>(1)</sup>		10,500	D	\$69.75	24,122	D			
Common Stock	01/08/2021		<b>M</b> <sup>(1)</sup>		9,278	A	\$33.02	33,400	D			
Common Stock	01/08/2021		S <sup>(1)</sup>		9,278	D	\$69.75	24,122	D			

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security		(Month/Day/Year)	Acquir (A) or Dispos of (D) (		urities uired or oosed 0) (Instr.	Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
\$30.86	01/08/2021		M <sup>(1)</sup>			2,430	(2)	01/03/2026	Common Stock	2,430	\$30.86	0	D	
\$11.23	01/08/2021		M <sup>(1)</sup>			3,825	(2)	01/02/2027	Common Stock	3,825	\$11.23	0	D	
\$18.01	01/08/2021		M <sup>(1)</sup>			10,500	(3)	01/03/2028	Common Stock	10,500	\$18.01	3,500	D	
\$33.02	01/08/2021		M <sup>(1)</sup>			9,278	(4)	01/21/2029	Common Stock	9,278	\$33.02	11,932	D	
\$43.69							(2)	09/24/2024	Common Stock	7,000		7,000	D	
\$51							(2)	01/02/2025	Common Stock	1,620		1,620	D	
\$40.1							(5)	05/30/2029	Common Stock	50,000		50,000	D	
	\$11.23 \$18.01 \$33.02 \$43.69	\$11.23 01/08/2021 \$18.01 01/08/2021 \$33.02 01/08/2021 \$43.69	\$11.23	\$30.86  01/08/2021	\$30.86  01/08/2021	\$30.86 01/08/2021 M(1)  \$11.23 01/08/2021 M(1)  \$18.01 01/08/2021 M(1)  \$33.02 01/08/2021 M(1)  \$43.69	\$30.86  \text{01/08/2021}  \text{M}^{(1)}  \text{2,430} \\ \$11.23  \text{01/08/2021}  \text{M}^{(1)}  \text{3,825} \\ \$18.01  \text{01/08/2021}  \text{M}^{(1)}  \text{10,500} \\ \$33.02  \text{01/08/2021}  \text{M}^{(1)}  \text{9,278} \\ \$43.69  \text{\$43.69}	3, 4 and 5)           Code         V         (A)         (D)         Date Exercisable           \$30.86         01/08/2021         M(1)         2,430         (2)           \$11.23         01/08/2021         M(1)         3,825         (2)           \$18.01         01/08/2021         M(1)         10,500         (3)           \$33.02         01/08/2021         M(1)         9,278         (4)           \$43.69         (2)         (2)	3, 4 and 5)           Code         V         (A)         (D)         Date Exercisable Expiration Date           \$30.86         01/08/2021         M(1)         2,430         (2)         01/03/2026           \$11.23         01/08/2021         M(1)         3,825         (2)         01/02/2027           \$18.01         01/08/2021         M(1)         10,500         (3)         01/03/2028           \$33.02         01/08/2021         M(1)         9,278         (4)         01/21/2029           \$43.69         (2)         09/24/2024           \$51         (2)         01/02/2025	Code   V   (A)   (D)   Date   Expiration   Title	Same   Same	\$30.86	Sample   S	Signature   Sign

	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)		5. Number of Expiration Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		tion Date of Securit n/Day/Year) Underlyin Derivative		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	\$51.16							(6)	01/28/2030	Common Stock	64,250		64,250	D	
Stock Option (Right to Buy)	\$66.49							(7)	01/05/2031	Common Stock	63,000		63,000	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 May 20, 2020.
- 2. Currently exercisable.
- 3. 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.
- 4. 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.
- 5. This option was granted on May 31, 2019 and vests over four years, with 25% of the shares underlying the option vesting on May 31, 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 August 31, 2020.
- 6. 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.
- 7. This option was granted on January 6, 2021, and vests over four years, with 25% of the shares underlying the option vesting on January 6, 2022, 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 6, 2022.

## Remarks:

/s/ Avraham S. Adler, attorney-01/12/2021 in-fact

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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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