| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: | 3235-0287 |
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| Section obligat | this box if no lo n 16. Form 4 or ions may contir tion 1(b). | | ST | | led pur | suant | to Se | ction 16(a | a) of the | Secu | rities Exchar | nge Act of | | SHI | IP | Estima | | er: verage burde sponse: | 3235-0287 m 0.5 | |
|--|---|---|-------------------------------|---------------------------|--------------------------|--|---|---|---|--|--|--|--|--------------------------------------|---|---|---|---|-----------------------|--|
| 1. Name and Address of Reporting Person [*] <u>Peltz Stuart Walter</u> | | | | | | | | | | | | | | | 10% O | wner | | | | |
| (Last) (First) (Middle) C/O PTC THERAPEUTICS, INC. 100 CORPORATE COURT | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/15/2020 | | | | | | | | | X Officer (give title Other (specify below) below) Chief Executive Officer | | | | | |
| (Street) SOUTH NJ 07080 PLAINFIELD | | | | | - 4. I | 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 Form filed by More than One Reporting Person | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Ta | ble I - N | | | e Se | curi | ties Ac | quire | d, Di | sposed o | - | | ully C | | | | | | |
| Date | | | 2. Transa Date (Month/D | |) Ex | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | | es Acquired (A) or Of (D) (Instr. 3, 4 a | | Ind 5) Securiti Benefic Owned Reporte | | s Ily ollowing | 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 | | Transacti (Instr. 3 a | nd 4) | | | | |
| Common | | | | | 07/15/2020 | | | | M ⁽¹⁾ | | 50,000 | A | \$10.85 | | 106,085 | | | D | | |
| Common Stock 0 | | | 07/15/2020 | | | | S ⁽¹⁾ | | 25,597 | D | \$55.475 ⁽²⁾ | | 80,4 | | | D | | | | |
| Common | | | | 07/15/2020 | | | | | | | 24,403 | D | \$55.94 | _ | 56,0 | | | D | | |
| Common | | | | 07/15/2020 | | _ | | | M ⁽¹⁾ | | 50,000 | A | \$10. | | 106, | | | D | | |
| Common Stock 07/15/2 | | | | | | _ | | | S ⁽¹⁾ | | 25,599 | D | | 55.48 ⁽⁴⁾ | | 486 | | D | | |
| Common | Stock | | | 07/15/ | | | | | S ⁽¹⁾ | | 24,401 | D | \$55.9 | | 56,085 | | | D | | |
| | | | Table II | | | | | | | | posed of converti | | | | vned | | | | | |
| 1. Title of Derivative Security | 2. Conversion or Exercise | 2. 3. Transaction Conversion Date Execution Date, if any (Month/Day/Year) Serivative (Month/Day/Year) | | 4. Transac Code (li | ction of | | 6. Date Exercisable at Expiration Date (Month/Day/Year) | | te | 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4) | | De Se | erivative ecurity | 9. Numbe derivative Securities | s s | 10. Ownershij Form: Direct (D) | Beneficial | | | |
| (Instr. 3) | Price of Derivative Security | | (Month/D | ay/Year) | 8) | | Acqu (A) o Disp of (D | urities uired or oosed 0) (Instr. | | | | | | (" | nstr. 5) | Beneficial Owned Following Reported Transactio (Instr. 4) | , , | or Indirect (I) (Instr. 4 | | |
| (Instr. 3) | Derivative | | (Month/D | | | v | Acqu (A) o Disp of (D | urities uired or oosed 0) (Instr. and 5) | Date Exercisa | able | Expiration Date | | | _ | nstr. 5) | Owned Following Reported Transaction | , , | or Indirect | (Instr. 4) | |
| (Instr. 3) Stock Option (Right To Buy) | Derivative | 07/15/2020 | (Month/D | | | v | Acqu (A) o Disp of (D 3, 4 a | urities uired or oosed 0) (Instr. and 5) | Date | able | | (Instr. 3 ar | Amount or Number | :5 | \$10.85 | Owned Following Reported Transaction | on(s) | or Indirect | (Instr. 4) | |
| Stock Option (Right To | Derivative Security | 07/15/2020 | (Month/D | | Code | v | Acqu (A) o Disp of (D 3, 4 a | urities uired or oosed)) (Instr. and 5) (D) | Date Exercisa | able | Date | (Instr. 3 at Title | Amount or Number of Share | :s | | Owned Following Reported Transactio (Instr. 4) | 30 | or Indirect (I) (Instr. 4 | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To | \$10.85 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) | able | Date 05/15/2023 | (Instr. 3 au Title Common Stock | Amount or Number of Share | :s | \$10.85 | Owned Following Reported Transactie (Instr. 4) | 30 30 | or Indiřečí (I) (Instr. 4 D | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To | Security \$10.85 \$10.85 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) | able | Date 05/15/2023 05/15/2023 | (Instr. 3 au Title Common Stock Common | Amount or Number 50,000 | :s | \$10.85 | Owned Following Reported Transacti (Instr. 4) 153,03 103,03 | 30 30 | D | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock | Derivative Security \$10.85 \$10.85 \$490.8 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) (6) | able | Date 05/15/2023 05/15/2023 04/27/2021 | (Instr. 3 ar Title Common Stock Common Stock Common | Amount or Number 50,000 50,000 541 | | \$10.85 | Owned Following Reported Transacti (Instr. 4) 153,03 103,03 541 | 30 30 | D D | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) | Derivative Security \$10.85 \$10.85 \$490.8 \$218.4 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) (6) (6) | able | Date 05/15/2023 05/15/2023 04/27/2021 01/10/2022 | (Instr. 3 ar Title Common Stock Common Stock Common Common | Amount or Number of Share 50,000 50,000 541 416 | 15 10 11 14 | \$10.85 | Owned Following Reported Transacti (Instr. 4) 153,03 103,03 541 416 | 30 30 30 | D D D | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) | Derivative Security \$10.85 \$10.85 \$490.8 \$218.4 \$10.85 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) (6) (6) (6) | able | Date 05/15/2023 05/15/2023 04/27/2021 01/10/2022 05/15/2023 | (Instr. 3 au Title Common Stock Common Stock Common Stock Common | Amount or Number of Share 50,000 50,000 541 416 110,69 | s)) (4) (0 | \$10.85 | Owned Following Reported Transacti (Instr. 4) 153,03 103,03 103,03 541 416 110,69 | 30 30 30 04 | or Indirect (I) (Instr. 4 D D D D D D D | (Instr. 4) | |
| Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) Stock Option (Right To Buy) | Derivative Security \$10.85 \$10.85 \$490.8 \$218.4 \$10.85 \$218.4 \$10.85 | | (Month/D | | Code M ⁽¹⁾ | v | Acqu (A) o Disp of (D 3, 4 a | rrities uired or loosed)) (Instr. and 5) (D) 50,000 | Date Exercisa (6) (6) (6) (6) (6) | able | Date 05/15/2023 05/15/2023 04/27/2021 01/10/2022 05/15/2023 01/27/2024 | (Instr. 3 au Title Common Stock Common Stock Common Stock Common Common Common | Amount or Number of Share 50,000 541 416 110,69 200,00 | 14 00 100 | \$10.85 | Owned Following Reported Transacti (Instr. 4) 153,03 103,03 541 416 110,69 200,00 | 30 30 30 30 30 30 30 30 30 30 30 30 30 3 | or Indirect (I) (Instr. 4 D D D D D D D D D | (Instr. 4) | |

| 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) | Acquir (A) or Dispos | | | ivative urities uired or oosed O) (Instr. | 6. Date Exerc Expiration Da (Month/Day/) | ate | 7. Title and of Securiti Underlying Derivative (Instr. 3 ar | ies g Security | 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 | | | | | | | (7) | 01/02/2027 | Common Stock | 126,000 | | 126,000 | D | |
| Stock Option (Right To Buy) | \$18.01 | | | | | | | (8) | 01/02/2028 | Common Stock | 200,000 | | 200,000 | D | |
| Stock Option (Right To Buy) | \$33.02 | | | | | | | (9) | 01/21/2029 | Common Stock | 265,000 | | 265,000 | D | |
| Stock Option (Right To Buy) | \$33.02 | | | | | | | (10) | 01/21/2029 | Common Stock | 55,000 | | 55,000 | D | |
| Stock Option (Right To Buy) | \$51.16 | | | | | | | (11) | 01/28/2030 | Common Stock | 192,500 | | 192,500 | D | |

Explanation of Responses:

1. This transaction was effected pursuant to a written Rule 10b5-1 plan adopted by the Reporting Person on May 26, 2020.

2. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$54.69 to \$55.68 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 \$55.69 to \$56.58 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. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$54.70 to \$55.70 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.

5. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$55.70 to \$56.48 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.

6. Currently exercisable.

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 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.

9. 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.
10. 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. 11. 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

11. 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 0.25% of the original number of shares underlying the option vesting at the end of each successive three-month period thereafter, beginning April 29, 2021.

Remarks:

/s/ Avraham S. Adler, attorney-07/17/2020

<u>in-fact</u>

** 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.