

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Utter Christine Marie</u> (Last) (First) (Middle) <u>C/O PTC THERAPEUTICS, INC.</u> <u>100 CORPORATE COURT</u> (Street) <u>SOUTH PLAINFIELD NJ 07080</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PTC THERAPEUTICS, INC. [PTCT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Finance & CAO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/06/2020</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	01/06/2020		S		360 ⁽¹⁾	D	\$48.168	5,224	D	
Common Stock	01/07/2020		M ⁽²⁾		6,250	A	\$13.1	11,474	D	
Common Stock	01/07/2020		S ⁽²⁾		6,250	D	\$50	5,224	D	
Common Stock	01/07/2020		M ⁽²⁾		7,500	A	\$18.01	12,724	D	
Common Stock	01/07/2020		S ⁽²⁾		7,500	D	\$50.031 ⁽³⁾	5,224	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
Stock Option (Right To Buy)	\$13.1	01/07/2020		M ⁽²⁾		6,250	(4)	06/02/2027	Common Stock	6,250	\$13.1	0	D	
Stock Option (Right To Buy)	\$18.01	01/07/2020		M ⁽²⁾		7,500	(5)	01/02/2028	Common Stock	7,500	\$18.01	22,500	D	
Stock Option (Right To Buy)	\$490.8						(4)	04/27/2021	Common Stock	74		74	D	
Stock Option (Right To Buy)	\$218.4						(4)	01/10/2022	Common Stock	21		21	D	
Stock Option (Right To Buy)	\$40.45						(4)	09/23/2024	Common Stock	4,688		4,688	D	
Stock Option (Right To Buy)	\$51						(4)	01/02/2025	Common Stock	17,800		17,800	D	
Stock Option (Right To Buy)	\$30.86						(4)	01/03/2026	Common Stock	10,310		10,310	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	Amount or Number of Shares				
Stock Option (Right To Buy)	\$11.23							(6)	01/02/2027	Common Stock	3,150		3,150	D	
Stock Option (Right To Buy)	\$33.02							(7)	01/21/2029	Common Stock	42,500		42,500	D	
Stock Option (Right To Buy)	\$33.02							(8)	01/21/2029	Common Stock	10,100		10,100	D	

Explanation of Responses:

1. Represents shares automatically sold pursuant to an irrevocable sell to cover election to satisfy tax withholding obligations in connection with the vesting of 975 RSUs from a January 3, 2017 grant of 3,900 RSUs.
2. This transaction was effected pursuant to a written Rule 10b5-1 plan adopted by the Reporting Person on November 29, 2019.
3. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$50.00 to \$50.09 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 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.
6. 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.
7. 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.
8. 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.

Remarks:

/s/ Avraham S. Adler, attorney-in-fact 01/08/2020

** 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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