Stock Option

\$33.02

05/23/2023

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

msuuc	,uon 1(b).										Company Act		1 1334							
1. Name and Address of Reporting Person*  Reeve Emma						2. Issuer Name and Ticker or Trading Symbol PTC THERAPEUTICS, INC. [ PTCT ]									all appli	nship of Reporting Person(s) to Iss I applicable) Director 10% Ow				
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 05/22/2023									Officer below)	(give title		Other (s below)	pecify	
C/O PTC THERAPEUTICS, INC.  100 CORPORATE COURT															Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(Street) SOUTH NJ 07080						Form filed by More than One Repor Person											rting			
PLAINFIELD 100						Rule 10b5-1(c) Transaction Indication														
(City) (State) (Zip)							Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tabl	e I - I	Non-Deriv	vative	Sec	urit	ies A	cquire	d, D	isposed o	of, or B	enefic	cially	Owne	d				
Da				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A) Disposed Of (D) (Instr. 3,					5. Amount of Securities Beneficially Owned Following Reported		n: Direct or Indirect onstr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price		Transa (Instr. 3	ction(s)			Instr. 4)	
Common	Stock			05/22/2	023			M <sup>(1)</sup>		173	Α	\$33	\$33.63		7,373		D			
Common	Stock			05/22/2023				S <sup>(1)</sup>		173	D	\$59.5	242 <sup>(2)</sup>	7	7,200		D			
Common	Stock			05/22/2023				M <sup>(1)</sup>		2,995	A	\$33	\$33.02		10,195		D			
Common Stock			05/22/2				S <sup>(1)</sup>		2,995	D	\$59.5	\$59.5335 <sup>(3)</sup>		7,200		D				
Common Stock			05/22/2023				M <sup>(1)</sup>		3,948	A	\$33	\$33.63		.1,148		D				
Common Stock				05/22/2	023			S <sup>(1)</sup>		3,948	D	\$59.5	313 <sup>(4)</sup>	7	7,200		D			
Common Stock				05/23/2	023			M <sup>(1)</sup>		157	A	\$33	3.63	7	7,357		D			
Common Stock				05/23/2	023				S <sup>(1)</sup>		157	D	\$59.5	171 <sup>(5)</sup>	7	,200		D		
Common Stock 05					023			M <sup>(1)</sup>		1,093	A	\$33	3.02	8	8,293		D			
Common Stock 05/23/202					023	.3			S <sup>(1)</sup>		1,093	D	\$59.5	\$59.532 <sup>(6)</sup>		,200		D		
Common Stock 05/23/202					023	:3		M <sup>(1)</sup>		1,402	A	\$33	\$33.63		8,602		D			
Common Stock 05/23/202					023				S <sup>(1)</sup>		1,402	D	\$59.5	378 <sup>(7)</sup>	7	,200		D		
		Т	able								sposed of				wned					
Derivative Conversion Dat		3. Transaction 3A. Deeme Execution (Month/Day/Year) if any		Deemed 4. Cution Date, Trai		action Instr.	5. Number of		6. Date Exerc Expiration Da (Month/Day/V		cisable and	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. De Se	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownersh Form: Direct (D) or Indirect (I) (Instr.		11. Nature of Indirect Beneficial Ownershij (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amou or Numb of Share	er						
Stock Option (Right to Buy)	\$33.63	05/22/2023			M <sup>(1)</sup>			173	(8)		12/13/2028	Common Stock	173	3	\$33.63	994		D		
Stock Option (Right to Buy)	\$33.02	05/22/2023			M <sup>(1)</sup>			2,995	(8)		01/21/2029	Common Stock	2,99	)5	\$33.02	8,005		D		
Stock Option (Right to Buy)	\$33.63	05/22/2023					3,948		(8)		12/13/2028	Common Stock	Common Stock 3,948		\$33.63	3 10,052		D		
Stock Option (Right to Buy)	\$33.63	05/23/2023			M <sup>(1)</sup>			157	(8)		12/13/2028	Common Stock	157	7	\$33.63	837		D		

1,093

M<sup>(1)</sup>

(8)

Common Stock

1,093

\$33.02

6,912

D

01/21/2029

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. Transac Code (II 8)	of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	6. Date Exerc Expiration D (Month/Day/	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	of S g e 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				
(Right to Buy)															
Stock Option (Right to Buy)	\$33.63	05/23/2023		M <sup>(1)</sup>			1,402	(8)	12/13/2028	Common Stock	1,402	\$33.63	8,650	D	
Stock Option (Right to Buy)	\$51.16							(8)	01/28/2030	Common Stock	10,000		10,000	D	
Stock Option (Right to Buy)	\$66.49							(8)	01/05/2031	Common Stock	10,000		10,000	D	
Stock Option (Right to Buy)	\$38.1							(8)	01/06/2032	Common Stock	12,000		12,000	D	
Stock Option (Right to Buy)	\$39.42							(9)	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 \$59.50 to \$59.57 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 \$59.50 to \$59.73 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 \$59.50 to \$59.73 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 \$59.50 to \$59.62 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. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$59.50 to \$59.70 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.
- 7. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$59.50 to \$59.71 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.
- 8. Currently exercisable.
- 9. 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 05/24/2023

\*\* 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.