SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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[*] Peltz Stuart Walter	2. Issuer Name **and** Ticker or Trading Symbol PTC THERAPEUTICS, INC. [PTCT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)	(First)	(Middle)
C/O PTC THERAPEUTICS, INC.		
100 CORPORATE COURT		

3. Date of Earliest Transaction (Month/Day/Year) 05/05/2020

X	Director		10% Owner
X	Officer (give title below)		Other (specify below)

Chief Executive Officer

(Street)		
SOUTH PLAINFIELD	NJ	07080

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)	(State)	(Zip)

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	05/05/2020		M[(1)]		109,928	A	$10.85	166,013	D	
Common Stock	05/05/2020		S[(1)]		107,943	D	$50.326[(2)]	58,070	D	
Common Stock	05/05/2020		S[(1)]		1,985	D	$51.009[(3)]	56,085	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)	$10.85	05/05/2020		M[(1)]			109,928	[(4)]	05/15/2023	Common Stock	109,928	$10.85	243,102	D	
Stock Option (Right To Buy)	$490.8							[(5)]	04/27/2021	Common Stock	541		541	D	
Stock Option (Right To Buy)	$218.4							[(5)]	01/10/2022	Common Stock	416		416	D	
Stock Option (Right To Buy)	$10.85							[(5)]	05/15/2023	Common Stock	110,694		110,694	D	
Stock Option (Right To Buy)	$27.05							[(5)]	01/27/2024	Common Stock	200,000		200,000	D	
Stock Option (Right To Buy)	$51							[(5)]	01/01/2025	Common Stock	300,000		300,000	D	
Stock Option (Right To Buy)	$30.86							[(5)]	01/03/2026	Common Stock	175,000		175,000	D	
Stock Option (Right To Buy)	$11.23							[(6)]	01/02/2027	Common Stock	126,000		126,000	D	
Stock Option (Right To Buy)	$18.01							[(7)]	01/02/2028	Common Stock	200,000		200,000	D	
Stock Option (Right To Buy)	$33.02							[(8)]	01/21/2029	Common Stock	265,000		265,000	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)	$33.02							(9)	01/21/2029	Common Stock	55,000		55,000	D	
Stock Option (Right To Buy)	$51.16							(10)	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 March 5, 2020.

2. This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from $50.00 to $50.99 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 $51.00 to $51.07 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 option was granted on May 15, 2013 and vests over four years, with 25% of the shares underlying the option vested on May 15, 2014 and an additional 2.083% of the original number of shares underlying the option vesting monthly thereafter beginning on June 15, 2014.

5. Currently exercisable.

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 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.

8. 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.

9. 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.

10. 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 April 29, 2021.

Remarks:

/s/ Avraham S. Adler, attorney-in-fact   05/07/2020

** 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.

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.