SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>Utter Christine Marie</u> (Last) (First) (Middle)						2. Issuer Name and Ticker or Trading Symbol <u>PTC THERAPEUTICS, INC.</u> [PTCT]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specific below) below)					
(Last) C/O PTC 100 COI		Date (/03/2		st Tra	nsaction (M	onth/	Day/Year)		,	SVP, Fina	nce &	,								
(Street) SOUTH PLAINF	N	J	07080		- 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)									 5. 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		(Zip)																	
1. Title of	Security (Ins		le I - No	2. Trans Date (Month)	saction	ar)	2A. Deer Execution f any (Month/I	med on Date	Code (ction	4. Secur Dispose	of, or Be ities Acquir d Of (D) (In:	ed (A)	or	5. Amou Securiti Benefici Owned	int of es ially Following	Forn (D) c	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) o (D)	r Pri	се	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)	
Common	Stock				3/2020	_			M ⁽¹⁾		787	A	\$1	11.23	3 10,091		1 D			
Common	Stock				3/202				S ⁽¹⁾		787			44.31		304		D		
	Common stock 04/03/2020 307 D 044.31 9,504 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 0																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code 8)		of Deriv Secu Acqu (A) o Disp of (D	osed) r. 3, 4	6. Date Ex Expiration (Month/Da	Date		7. Title an of Securit Underlyin Derivative (Instr. 3 a	ies g Secur		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	i Iy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		xpiration	Title	Amou or Numi of Share	ber						
Stock Option (Right To Buy)	\$11.23	04/03/2020			M ⁽¹⁾			787	(2)	0	1/02/2027	Common Stock	78	7	\$11.23	2,363		D		
Stock Option (Right To Buy)	\$490.8								(3)	0	4/27/2021	Common Stock	74	ŀ		74		D		
Stock Option (Right To Buy)	\$218.4								(3)	0	1/10/2022	Common Stock	21	L		21		D		
Stock Option (Right To Buy)	\$40.45								(3)	0	9/23/2024	Common Stock	4,68	38		4,688		D		
Stock Option (Right To Buy)	\$51								(3)	0	1/02/2025	Common Stock	17,8	00		17,800	0	D		
Stock Option (Right To Buy)	\$30.86								(3)	0	1/03/2026	Common Stock	10,3	10		10,310	D	D		
Stock Option (Right To Buy)	\$18.01								(4)	0	1/02/2028	Common Stock	22,5	00		22,500)	D		
Stock Option (Right To Buy)	\$33.02								(5)	0	1/21/2029	Common Stock	42,5	00		42,500)	D		
Stock Option (Right To Buy)	\$33.02								(6)	0	1/21/2029	Common Stock	10,1	00		10,100)	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. Transa Code (8)		of Deriv	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title an of Securit Underlyin 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			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right To Buy)	\$51.16							(7)	01/28/2030	Common Stock	23,800		23,800	D	

Explanation of Responses:

1. This transaction was effected pursuant to a written Rule 10b5-1 plan adopted by the Reporting Person on November 29, 2019.

2. 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.

3. Currently exercisable.

4. 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.

5. 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.

6. 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.

7. 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.

Remarks:

/s/ Avraham S. Adler, attorney-04/07/2020

<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.

 \ast 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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