

# **PTC THERAPEUTICS, INC.**

Reported by  
**UTTER CHRISTINE MARIE**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 06/06/17 for the Period Ending 06/02/17

Address	100 CORPORATE COURT SOUTH PLAINFIELD, NJ 07080-2449
Telephone	9082227000
CIK	0001070081
Symbol	PTCT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

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

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person -*</b>  <b>Utter Christine Marie</b>  (Last) (First) (Middle)  <b>C/O PTC THERAPEUTICS, INC., 100 CORPORATE COURT</b>  (Street)  <b>SOUTH PLAINFIELD, NJ 07080</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>PTC THERAPEUTICS, INC. [ PTCT ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>6/2/2017</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Principal Financial Officer</b>
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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								5297		D

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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)	\$13.1	6/2/2017		A		25000		(1)	6/2/2027	Common Stock	25000.0	\$0	25000		D
Stock Option (Right To Buy)	\$490.8							(2)	4/27/2021	Common Stock	74.0		74		D
Stock Option (Right To Buy)	\$218.4							(2)	1/10/2022	Common Stock	21.0		21		D
Stock Option (Right To Buy)	\$10.85							(2)	5/15/2023	Common Stock	1150.0		1150		D
Stock Option (Right To Buy)	\$27.05							(3)	1/28/2024	Common Stock	3369.0		3369		D
Stock Option (Right To Buy)	\$40.45							(4)	9/23/2024	Common Stock	4688.0		4688		D
Stock Option (Right To Buy)	\$51.0							(5)	1/2/2025	Common Stock	17800.0		17800		D
Stock Option (Right To Buy)	\$30.86							(6)	1/3/2026	Common Stock	11000.0		11000		D
Stock Option (Right To Buy)	\$11.23							(7)	1/2/2027	Common Stock	12600.0		12600		D

**Explanation of Responses:**

- (1) This option was granted on June 2, 2017, and vests over two years, with 50% of the shares underlying the option vesting on June 2, 2018, and an additional 12.5% of the original number of shares underlying the option vesting at the end of each successive three-month period thereafter, beginning on September 2, 2018.
- (2) Currently exercisable.
- (3) This option was granted on January 28, 2014 and vests over four years, with 25% of the shares underlying the option vested on January 28, 2015, 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 28, 2015.
- (4) This option was granted on September 23, 2014 and vests over four years, with 25% of the shares underlying the option vested on September 23, 2015, 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 December 23, 2015.
- (5) This option was granted on January 2, 2015 and vests over four years, with 25% of the shares underlying the option vested on January 2, 2016, 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 2, 2016.

- (6) This option was granted on January 4, 2016 and vests over four years, with 25% of the shares underlying the option vested on January 4, 2017, 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 4, 2017.
- (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.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Utter Christine Marie C/O PTC THERAPEUTICS, INC. 100 CORPORATE COURT SOUTH PLAINFIELD, NJ 07080			Principal Financial Officer	

**Signatures**

Avraham S. Adler, attorney-in-fact

6/6/2017

\*\* 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 control number.