

Almstead Neil Gregory
Form 4
June 21, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Almstead Neil Gregory

2. Issuer Name and Ticker or Trading Symbol
PTC THERAPEUTICS, INC.
[PTCT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
EVP Research Pharma Ops & Tech

(Last) (First) (Middle)

C/O PTC THERAPEUTICS, INC., 100 CORPORATE COURT

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/19/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SOUTH PLAINFIELD, NJ 07080

(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 or Price (A) or (D)		
Common Stock	06/19/2018		M ⁽¹⁾		20,000 A \$ 10.85	37,154	D
Common Stock	06/19/2018		S ⁽¹⁾		8,000 D \$ 48.09	29,154	D
Common Stock	06/19/2018		S ⁽¹⁾		12,000 D \$ 48.46	17,154	D
Common Stock						5,125	I By spouse

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right To Buy)	\$ 10.85	06/19/2018		M ⁽¹⁾	20,000	⁽⁴⁾ 05/15/2023	Common Stock	20,000
Stock Option (Right To Buy)	\$ 451.2					⁽⁴⁾ 05/15/2019	Common Stock	200
Stock Option (Right To Buy)	\$ 1,149.6					⁽⁴⁾ 02/02/2020	Common Stock	200
Stock Option (Right To Buy)	\$ 490.8					⁽⁴⁾ 04/27/2021	Common Stock	216
Stock Option (Right To Buy)	\$ 218.4					⁽⁴⁾ 01/10/2022	Common Stock	166
Stock Option (Right To Buy)	\$ 10.85					⁽⁴⁾ 05/15/2023	Common Stock	3,102
Stock Option (Right To Buy)	\$ 27.05					⁽⁴⁾ 01/27/2024	Common Stock	40,000

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Stock Option (Right To Buy)	\$ 51	<u>(5)</u>	01/01/2025	Common Stock	69,550
Stock Option (Right To Buy)	\$ 30.86	<u>(6)</u>	01/03/2026	Common Stock	55,000
Stock Option (Right To Buy)	\$ 11.23	<u>(7)</u>	01/02/2027	Common Stock	35,000
Stock Option (Right To Buy)	\$ 18.01	<u>(8)</u>	01/02/2028	Common Stock	70,000
Stock Option (Right To Buy)	\$ 508.8	<u>(4)</u>	10/07/2019	Common Stock	12
Stock Option (Right To Buy)	\$ 1,149.6	<u>(4)</u>	02/02/2020	Common Stock	1
Stock Option (Right To Buy)	\$ 490.8	<u>(4)</u>	04/27/2021	Common Stock	7
Stock Option (Right To Buy)	\$ 218.4	<u>(4)</u>	01/10/2022	Common Stock	7
Stock Option (Right To Buy)	\$ 27.05	<u>(4)</u>	01/27/2024	Common Stock	1,300
Stock Option (Right To Buy)	\$ 51	<u>(5)</u>	01/01/2025	Common Stock	2,060

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Almstead Neil Gregory
C/O PTC THERAPEUTICS, INC.
100 CORPORATE COURT
SOUTH PLAINFIELD, NJ 07080

EVP Research Pharma Ops & Tech

Signatures

/s/ Avraham S. Adler,
attorney-in-fact

06/21/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The transactions reported in this Form 4 were effected pursuant to a written Rule 10b5-1 plan.

This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$47.58 to \$48.37 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.

(2)

This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$48.38 to \$48.81 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)

(4) Currently exercisable.

This option was granted on January 2, 2015, and vests over four years, with 25% of the shares underlying the option vesting on January 1, 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 1, 2016.

(5)

This option was granted on January 4, 2016, and vests over four years, with 25% of the shares underlying the option vesting 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.

(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)

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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