

PTC THERAPEUTICS, INC.  
 Form 4  
 April 17, 2015

**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

(Last) (First) (Middle)

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

(Street)

SOUTH PLAINFIELD, NJ 07080

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 04/15/2015

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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. 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 Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	04/15/2015		S <sup>(1)</sup>	5,400	D	\$ 68.35	4,111	D	
Common Stock	04/15/2015		S <sup>(1)</sup>	4,111	D	\$ 69.04	0	D	
Common Stock							1,295	I	By spouse

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

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SEC 1474  
(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. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 51					<u>(4)</u>	01/01/2025	Common Stock	69,550
Stock Option (Right to Buy)	\$ 27.05					<u>(5)</u>	01/27/2024	Common Stock	40,000
Stock Option (Right to Buy)	\$ 10.85					<u>(6)</u>	05/15/2023	Common Stock	70,312
Stock Option (Right to Buy)	\$ 10.85					<u>(7)</u>	05/15/2023	Common Stock	9,688
Stock Option (Right to Buy)	\$ 218.4					<u>(8)</u>	01/10/2022	Common Stock	166
Stock Option (Right to Buy)	\$ 490.8					<u>(9)</u>	04/27/2021	Common Stock	216
Stock Option	\$ 1,149.6					<u>(9)</u>	02/02/2020	Common Stock	200

(Right to Buy)					
Stock Option (Right to Buy)	\$ 451.2	<u>(9)</u>	05/15/2019	Common Stock	200
Stock Option (Right to Buy)	\$ 735.6	<u>(9)</u>	04/01/2018	Common Stock	194
Stock Option (Right to Buy)	\$ 735.6	<u>(9)</u>	01/25/2018	Common Stock	166
Stock Option (Right to Buy)	\$ 626.4	<u>(9)</u>	04/18/2017	Common Stock	137
Stock Option (Right to Buy)	\$ 392.4	<u>(9)</u>	03/01/2016	Common Stock	119
Stock Option (Right to Buy)	\$ 226.8	<u>(9)</u>	05/24/2015	Common Stock	106
Stock Option (Right to Buy)	\$ 51	<u>(4)</u>	01/01/2025	Common Stock	2,060
Stock Option (Right to Buy)	\$ 27.05	<u>(5)</u>	01/27/2024	Common Stock	1,300
Stock Option (Right to Buy)	\$ 10.85	<u>(10)</u>	05/15/2023	Common Stock	600
Stock Option (Right to Buy)	\$ 218.4	<u>(8)</u>	01/10/2022	Common Stock	7
Stock Option (Right to Buy)	\$ 490.8	<u>(9)</u>	04/27/2021	Common Stock	7

Buy)

Stock

Option (Right to Buy)	\$ 1,149.6	(9)	02/02/2020	Common Stock	1
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Stock

Option (Right to Buy)	\$ 508.8	(9)	10/07/2019	Common Stock	12
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## 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/ Colleen Diver Johnson,  
attorney-in-fact

04/17/2015

\_\_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 sale transactions reported in this Form 4 were effected pursuant to a written Rule 10b5-1 plan.

(2) This price represents the weighted average price of sale transactions that were executed in multiple trades at prices ranging from \$67.74 to \$68.60 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 \$68.79 to \$69.65 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 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 28, 2014, and vests over four years, with 25% of the shares underlying the option vesting on January 1, 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 1, 2015.

(6) 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.

(7) This option was granted on May 15, 2013 and vests over four years, with 25% of the shares underlying the option vested on December 31, 2013 and an additional 2.083% of the original number of shares underlying the option vesting monthly thereafter, beginning on January 31, 2014.

(8)

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This option was granted on January 10, 2012 and vests over four years, with 25% of the shares underlying the option vested on January 1, 2013 and an additional 6.25% of the original number of shares underlying the option vesting quarterly thereafter beginning on April 1, 2013.

(9) Currently exercisable.

(10) This option was granted on May 15, 2013 and vests over two years, with 50% of the shares underlying the option vested on May 15, 2014 and the remaining 50% of the original number of shares underlying the option vesting on May 15, 2015.

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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