PTC THERAPEUTICS, INC.

Form 4

September 26, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

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subject to Section 16. Form 4 or Form 5 obligations may continue.

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if no longer

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCHMERTZLER MICHAEL Issuer Symbol PTC THERAPEUTICS, INC. (Check all applicable) [PTCT] X\_ Director (Last) (First) (Middle) 3. Date of Earliest Transaction 10% Owner Other (specify Officer (give title (Month/Day/Year) below) 1300 VALLEY ROAD 09/23/2016 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting NEW CANAAN, CT 06840 (City) (State) (Zip)

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative (	Securi	ties Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction	4. Securit on(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial
		(Month/Day/Year)	(Instr. 8)  Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	09/23/2016		M	60,000	A	\$ 10.85	86,766 (1)	D	
Common Stock							1,320,369	I	See footnote (2)

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

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	Secur Secur Acqu or Di (D)	rities nired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.85	09/23/2016		M		60,000	<u>(3)</u>	05/15/2023	Common Stock	60,000
Stock Option (Right to Buy)	\$ 30.86						<u>(4)</u>	01/03/2026	Common Stock	24,000
Stock Option (Right to Buy)	\$ 51						01/02/2016	01/01/2025	Common Stock	24,000
Stock Option (Right to Buy)	\$ 27.05						01/28/2015	01/27/2024	Common Stock	20,000
Stock Option (Right to Buy)	\$ 218.4						<u>(3)</u>	01/10/2022	Common Stock	276
Stock Option (Right to Buy)	\$ 490.8						<u>(3)</u>	04/27/2021	Common Stock	276
Stock Option (Right to Buy)	\$ 1,149.6						<u>(3)</u>	02/02/2020	Common Stock	216
Stock Option (Right to Buy)	\$ 508.8						<u>(3)</u>	10/07/2019	Common Stock	266
	\$ 735.6						(3)	01/25/2018		166

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Stock Option (Right to Buy)				Common Stock	
Stock Option (Right to Buy)	\$ 735.6	<u>(3)</u>	07/14/2018	Common Stock	83
Stock Option (Right to Buy)	\$ 626.4	(3)	04/18/2017	Common Stock	125

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
SCHMERTZLER MICHAEL 1300 VALLEY ROAD NEW CANAAN, CT 06840	X					

# **Signatures**

/s/ Colleen Diver Johnson, attorney-in-fact

09/26/2016

\*\*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).
- $(1) \quad \text{Represents 86,766 shares of common stock of the Issuer ("common stock") directly held by the reporting person.}$
- Represents shares of common stock held by Section Six Partners, L.P. The reporting person is a general and limited partner of, and trustee of certain family trusts holding interests in, Section Six Partners, L.P. The reporting person disclaims beneficial ownership of the shares of common stock held by Section Six Partners, L.P. except to the extent of his pecuniary interest therein.
- (3) Currently exercisable.
- (4) This option was awarded on January 4, 2016 and vests over one year in twelve equal monthly installments, commencing February 4, 2016

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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