

PTC THERAPEUTICS, INC.
Form 4
June 28, 2013

FORM 4

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

OMB APPROVAL

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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 *
Koppel Adam

(Last) (First) (Middle)

C/O BROOKISDE CAPITAL
MANAGEMENT, LLC, JOHN
HANCOCK TOWER, 200
CLARENDON ST.

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/25/2013

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 06/25/2013 | | C | 1,083,333 A | 1,083,333 | I | See Footnote (2) |
| Common Stock | 06/25/2013 | | P | 1,250,000 A \$ 15 | 2,333,333 | I | See Footnote (3) |

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) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | |
| Series Four Senior Preferred Stock | (1) | 03/07/2013 | | A | 1,083,333 | | (1) | (1) | Common Stock |
| Series Four Senior Preferred Stock | (1) | 06/25/2013 | | C | 1,083,333 | | (1) | (1) | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Koppel Adam C/O BROOKISDE CAPITAL MANAGEMENT, LLC JOHN HANCOCK TOWER, 200 CLARENDON ST. BOSTON, MA 02116 | X | | | |

Signatures

/s/ Dr. Adam Koppel
06/27/2013

**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) All outstanding shares of Series Four Senior Preferred Stock were automatically converted into Common Stock upon the closing of the Issuer's initial public offering, for no additional consideration.

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(2) Dr. Adam Koppel is a Managing Director of Brookside Capital Management, LLC ("BCM"). BCM is the sole general partner of Brookside Capital Investors, L.P. ("BCI"), which is the general partner of Brookside Capital Partners Fund, L.P. ("BCP Fund"). By virtue of these relationships, Dr. Koppel may be deemed to beneficially own the securities held by the BCP Fund. Dr. Koppel disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(3) BCM is also the sole general partner of Brookside Capital Investors II, L.P. ("BCI II"). BCI II is the sole general partner of Brookside Capital Trading Fund, L.P. ("BCT Fund"). By virtue of these relationships, Dr. Koppel may be deemed to beneficially own the securities held by the BCT Fund. Dr. Koppel disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

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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