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Form 4										
November 02	, 2016									
FORM	4	~ ~ ~ ~ ~ ~ ~	~~~~			~~~	~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	-	PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSION	N OMB Number:	3235-0287	
Check this if no longe								Expires:	January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIAL OW Section 16. SECURITIES						burden hou response	d average ours per			
obligations may contir <i>See</i> Instruc 1(b).	s Section 17(a) of the l	Public U	Itility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940			
(Print or Type Re	esponses)									
1. Name and Ad Hayman Crai	ldress of Reporting	Person <u>*</u>	Symbol	er Name an NC. [PTC		Trading	5. Relationship o Issuer			
(Last)	(First) (I	Middle)					(Check all applicable)			
140 KENDRICK STREET			(Month/Day/Year) 10/31/2016			Director 10% Owner X Officer (give title Other (specify below) below) EVP, Group President Solutions				
(Street) NEEDHAM, MA 02494			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
NEEDITAWI,	MA 02494						Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Domindor Dana	rt on a concrete l'	for each -1	one of ar	unition have	ficially	nod directle	or indirectly			
Keminder: Kepo	rt on a separate line	or each cl	ass of sec	unues bene	Perso inforn requir	ns who res nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	,	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of					(
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	10/31/2016		A		31,618		(2)	(2)	Common Stock	31,618	

Reporting Owners

Reporting Owner Name / Address								
	Director 10% Owner		Officer	Other				
Hayman Craig 140 KENDRICK STREET NEEDHAM, MA 02494			EVP, Group President Solutions					
Signatures								
/s/Catherine Gorecki by power of attorney filed								

/s/Catherine Gorecki by power of attorney filed 11/23/2015	11/02/2016	
<u>**</u> 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) Each restricted stock unit represents a contingent right to receive one share of PTC Inc. common stock.
- (2) Service-based restricted stock units that vest in three substantially equal installments on each of November 15, 2017, 2018 and 2019.
- (3) This amount represents the total number of derivative securities beneficially owned of the class shown.

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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