

PROTEOSTASIS THERAPEUTICS, INC.
 Form 3/A
 February 18, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â PERRIGO SCIENCE ONE LTD. | | | (Month/Day/Year) | PROTEOSTASIS THERAPEUTICS, INC. [PTI] | |
| (Last) | (First) | (Middle) | 02/10/2016 | | |
| TREASURY BUILDING,Â LOWER GRAND CANAL STREET | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 02/10/2016 |
| DUBLIN,Â L2Â 2 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|--|---|
|--|--|---|---|--|---|

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Series A Convertible Redeemable Preferred Stock | Â (1) | Â (1) | Common Stock | 2,416,612 (1) | \$ (1) | D (2) | Â |
| Series B Convertible Redeemable Preferred Stock | Â (3) | Â (3) | Common Stock | 366,455 (3) | \$ (3) | D (2) | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PERRIGO SCIENCE ONE LTD. TREASURY BUILDING LOWER GRAND CANAL STREET DUBLIN,Â L2Â 2 | Â | Â X | Â | Â |
| PERRIGO CORP LTD. TREASURY BUILDING, LOWER GRAND CANAL STREET DUBLIN,Â L2Â 2 | Â | Â X | Â | Â |
| ELAN PHARMA INTERNATIONAL LTD. TREASURY BUILDING, LOWER GRAND CANAL STREET DUBLIN,Â L2Â 2 | Â | Â X | Â | Â |
| PERRIGO HOLDINGS LTD. TREASURY BUILDING, LOWER GRAND CANAL STREET DUBLIN,Â L2Â 2 | Â | Â X | Â | Â |
| PERRIGO Co plc TREASURY BUILDING, LOWER GRAND CANAL STREET DUBLIN,Â L2Â 2 | Â | Â X | Â | Â |

Signatures

| | |
|---|------------|
| /s/Todd Kingma, Secretary of Perrigo Science One Ltd. | 02/18/2016 |
| **Signature of Reporting Person | Date |
| /s/Todd Kingma, Secretary of Perrigo Corporation Limited | 02/18/2016 |
| **Signature of Reporting Person | Date |
| /s/Todd Kingma, Director of Elan Pharma International Limited | 02/18/2016 |
| **Signature of Reporting Person | Date |

/s/Todd Kingma, Secretary of Perrigo Holdings Ltd. 02/18/2016
**Signature of Reporting Person Date

/s/Todd Kingma, Secretary of Perrigo Company plc 02/18/2016
**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 Series A Convertible Redeemable Preferred Stock (the "Series A Shares") are convertible on a 10.8102-to-1 basis into the Issuer's Common Stock at any time at the election of the Reporting Person and will automatically convert, together with the accrued but unpaid dividends, upon closing of the Issuer's initial public offering into the number of shares of the Issuer's Common Stock shown in column 3. The Series A Shares do not have an expiration date.
- (2) Perrigo Science One Ltd. ("Science") (formerly Elan Science One Ltd.) is the direct owner of these securities. Science is a direct or indirect, wholly-owned subsidiary of each of the other reporting persons.
- (3) The Series B Convertible Redeemable Preferred Stock (the "Series B Shares") are convertible on a 10.8102-to-1 basis into the number of shares of the Issuer's Common Stock as shown in column 3 at any time at the election of the Reporting Person and will automatically convert upon the closing of the Issuer's initial public offering. The Series B Shares do not have an expiration date.

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Remarks:

This form amends and restates the Form 3 previously filed to reflect the change in name of Elan

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.