

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Wilson Sheila</u> (Last) (First) (Middle) <u>C/O PROTEOSTASIS THERAPEUTICS, INC.</u> <u>80 GUEST STREET, SUITE 500</u> (Street) <u>BOSTON MA 02135</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>02/05/2019</u>	3. Issuer Name and Ticker or Trading Symbol <u>PROTEOSTASIS THERAPEUTICS, INC. [PTI]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Operating Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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)
<u>Common Stock</u>	<u>18,586</u>	<u>D</u>	

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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Employee Stock Option (Right to Buy)</u>	<u>(1)</u>	<u>11/01/2026</u>	<u>Common Stock</u>	<u>60,000</u>	<u>6.98</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>(2)</u>	<u>03/01/2027</u>	<u>Common Stock</u>	<u>15,000</u>	<u>14.72</u>	<u>D</u>	
<u>Employee Stock Option (Right to Buy)</u>	<u>(3)</u>	<u>03/01/2028</u>	<u>Common Stock</u>	<u>24,000</u>	<u>3.11</u>	<u>D</u>	

Explanation of Responses:

- These securities shall vest and become exercisable in a series of installments, with the first installment becoming exercisable for 25% of the underlying common stock on November 1, 2017, and thereafter vesting and becoming exercisable in quarterly installments as nearly equal as practicable (as determined by the Issuer in its reasonable discretion), until such stock option becomes fully exercisable on November 1, 2026, provided that the Reporting Person remains an employee of Issuer at all times during the applicable vesting period of such securities.
- These securities shall vest and become exercisable in a series of installments, with the first installment becoming exercisable for 25% of the underlying common stock on March 1, 2018, and thereafter vesting and becoming exercisable in quarterly installments as nearly equal as practicable (as determined by the Issuer in its reasonable discretion), until such stock option becomes fully exercisable on March 1, 2027, provided that the Reporting Person remains an employee of Issuer at all times during the applicable vesting period of such securities.
- These securities shall vest and become exercisable in a series of installments, with the first installment to become exercisable for 25% of the underlying common stock on March 1, 2019, and thereafter vesting and becoming exercisable in quarterly installments as nearly equal as practicable (as determined by the Issuer in its reasonable discretion), until such stock option becomes fully exercisable on March 1, 2028, provided that the Reporting Person remains an employee of Issuer at all times during the applicable vesting period of such securities.

Remarks:

Exhibit List - Exhibit 24.1 - Limited Power of Attorney

/s/ Janet L. Smart, Attorney-in-Fact 02/14/2019

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Meenu Chhabra, Janet L. Smart and John M. Mutkoski, signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) Complete and execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten percent (10%) shareholder of Proteostasis Therapeutics, Inc. (the "Company") any and all instruments, certificates and documents required to be executed on behalf of the undersigned as an individual or on behalf of the undersigned's company or partnership, as the case may be, pursuant to Section 13 and Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or the rules and regulations thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such instruments, certificates or documents required to be filed pursuant to Section 13 and Section 16 of the Exchange Act or the rules or regulations thereunder, and timely file such form(s) with the SEC and any securities exchange and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by any such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact, acting singly, full power and authority to do and perform any and every act which is necessary, proper or desirable to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that any such attorney-in-fact, or any such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that each of the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 or Section 16 of the Exchange Act. The undersigned hereby agrees to indemnify the attorneys-in-fact and the Company from and against any demand, damage, loss, cost or expense arising from any false or misleading information provided by the undersigned to the attorneys-in-fact.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any instruments, certificates and documents pursuant to Section 13 and Section 16 of the Exchange Act or the rules or regulations thereunder with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney supersedes any prior power of attorney in connection with the undersigned's capacity as an officer and/or director of the Company. This Power of Attorney shall expire as to any individual attorney-in-fact if such attorney-in-fact ceases to be an executive officer of, or legal counsel to, the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of February 5, 2019.

/s/ Sheila Wilson

Sheila Wilson