

AMICUS THERAPEUTICS INC
Form 4
August 07, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Bloch Stephen M

2. Issuer Name and Ticker or Trading Symbol
AMICUS THERAPEUTICS INC
[FOLD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O CANAAN PARTNERS, 285
RIVERSIDE AVENUE, SUITE 250

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/05/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

WESTPORT, CT 06880

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/05/2008		S ⁽¹⁾	2,892 D	\$ 15.554 (2) 1,885,891	I	By Canaan Equity III, L.P. (3)
Common Stock	08/05/2008		S ⁽⁴⁾	108 D	\$ 15.554 (2) 70,422	I	By Canaan Equity III Entrepreneurs, L.L.C. (5)
Common Stock	08/06/2008		S ⁽¹⁾	1,812 D	\$ 16.751 (6) 1,884,079	I	By Canaan Equity III, L.P. (3)

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Common Stock	08/06/2008	S ⁽¹⁾	2,891	D	\$ 15.603 (7)	1,881,188	I	By Canaan Equity III, L.P. (3)
Common Stock	08/06/2008	S ⁽⁴⁾	67	D	\$ 16.765 (8)	70,355	I	By Canaan Equity III Entrepreneurs, L.L.C. (5)
Common Stock	08/06/2008	S ⁽⁴⁾	109	D	\$ 15.603 (9)	70,246	I	By Canaan Equity III Entrepreneurs, L.L.C. (5)

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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bloch Stephen M C/O CANAAN PARTNERS 285 RIVERSIDE AVENUE, SUITE 250 WESTPORT, CT 06880	X			

Signatures

/s/ John Lambrech,
Attorney-in-Fact

08/07/2008

__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) Sales were made pursuant to a Rule 10b5-1 trading plan adopted by Canaan Equity III, L.P. on February 19, 2008, as amended on June 4, 2008.

(2) This price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$15.25 to \$15.69. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(3) The reporting person is a member of Canaan Equity Partners III, L.L.C., which is the general partner of Canaan Equity III, L.P. Voting and investment power over these shares is exercised by the managers of Canaan Equity Partners III, L.L.C. in its role as general partner of Canaan Equity III, L.P. The reporting person disclaims beneficial ownership of these shares except to the extent of his proportionate pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the shares for purposes of Section 16 or for any other purpose.

- (4) Sales were made pursuant to a Rule 10b5-1 trading plan adopted by Canaan Equity III Entrepreneurs, L.L.C. on February 19, 2008, as amended on June 4, 2008.

(5) The reporting person is a member of Canaan Equity Partners III, L.L.C., which is the general partner of Canaan Equity III Entrepreneurs, L.L.C. Voting and investment power over these shares is exercised by the managers of Canaan Equity Partners III, L.L.C. in its role as general partner of Canaan Equity III Entrepreneurs, L.L.C. The reporting person disclaims beneficial ownership of these shares except to the extent of his proportionate pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the shares for purposes of Section 16 or for any other purpose.

(6) This price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$16.68 to \$16.82. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(7) This price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$15.60 to \$15.63. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(8) This price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$16.68 to \$16.82. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(9) This price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$15.60 to \$15.63. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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.