

AMICUS THERAPEUTICS INC
Form 4
June 07, 2007

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)

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

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

C/O CANAAN PARTNERS, 285 RIVERSIDE AVENUE, SUITE 250

06/05/2007

(Street)

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

WESTPORT, CT 06880

(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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 06/05/2007 | | C | | 1,976,967 | A | 0 | By Canaan Equity III, L.P. (2) |
| Common Stock | 06/05/2007 | | C | | 73,823 | A | 0 | By Canaan Equity III Entrepreneurs, L.L.C. (3) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 Security (Instr. 3 and 4) | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Series B Convertible Preferred Stock Warrant (right to buy) | \$ 6.375 | 06/05/2007 | | X | 7,859 ⁽⁴⁾ | 05/04/2004 | ⁽⁴⁾ | Series B Convertible Preferred Stock |
| Series B Convertible Preferred Stock Warrant (right to buy) | \$ 6.375 | 06/05/2007 | | X | 253 ⁽⁴⁾ | 05/04/2004 | ⁽⁴⁾ | Series B Convertible Preferred Stock |
| Series B Convertible Preferred Stock | ⁽⁵⁾ | 06/05/2007 | | X | 7,859 | 06/05/2007 | ⁽⁵⁾ | Common Stock |
| Series B Convertible Preferred Stock | ⁽⁵⁾ | 06/05/2007 | | X | 253 | 06/05/2007 | ⁽⁵⁾ | Common Stock |
| Series B Convertible Preferred Stock | ⁽¹⁾ | 06/05/2007 | | C | 7,859 | 06/05/2007 | ⁽¹⁾ | Common Stock |
| Series B Convertible Preferred Stock | ⁽¹⁾ | 06/05/2007 | | C | 16,771 | 06/05/2007 | ⁽¹⁾ | Common Stock |
| Series B Convertible Preferred Stock | ⁽¹⁾ | 06/05/2007 | | C | 449,110 | 05/04/2004 | ⁽¹⁾ | Common Stock |

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| | | | | | | | |
|---|------------|------------|---|------------------|------------|------------|-----------------|
| Series B Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 16,771 | 05/04/2004 | <u>(1)</u> | Common Stock |
| Series B Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 449,110 | 03/24/2005 | <u>(1)</u> | Common Stock |
| Series B Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 16,771 | 03/24/2005 | <u>(1)</u> | Common Stock |
| Series C Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 437,415 | 08/16/2005 | <u>(1)</u> | Common Stock |
| Series C Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 16,334 | 08/16/2005 | <u>(1)</u> | Common Stock |
| Series C Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 437,415 | 04/17/2006 | <u>(1)</u> | Common Stock |
| Series C Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 16,334 | 04/17/2006 | <u>(1)</u> | Common Stock |
| Series D Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 96,029 | 09/13/2006 | <u>(1)</u> | Common Stock |
| Series D Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 3,660 | 09/13/2006 | <u>(1)</u> | Common Stock |
| Series D Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 96,029 | 09/13/2006 | <u>(1)</u> | Common Stock |
| Series D Convertible Preferred Stock | <u>(1)</u> | 06/05/2007 | C | 3,660 | 09/13/2006 | <u>(1)</u> | Common Stock |
| | <u>(1)</u> | 06/05/2007 | S | 5,810 <u>(6)</u> | <u>(1)</u> | <u>(1)</u> | |

Series B
Convertible
Preferred
Stock

Series B
Convertible
Preferred
Stock

Series B
Convertible
Preferred
Stock

(1)

06/05/2007

S

217 (6)

(1)

(1)

Series B
Convertible
Preferred
Stock

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/ Stephen Bloch
06/07/2007

 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).
- Each of the Series B Convertible Preferred Stock, Series C Convertible Preferred Stock and Series D Convertible Preferred Stock
- (1) automatically converted into Amicus Therapeutics, Inc. common stock on a one for one basis upon the closing of Amicus Therapeutics, Inc's initial public offering on June 5, 2007.
- The reporting person is a member of Canaan Equity Partners III, LLC, 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, LLC in its role as general partner of
- (2) 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.
- The reporting person is a member of Canaan Equity Partners III, LLC, which is the general partner of Canaan Equity III Entrepreneurs, LLC. Voting and investment power over these shares is exercised by the managers of Canaan Equity Partners III, LLC. in its role as
- (3) general partner of Canaan Equity III Entrepreneurs, LLC. 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 for purposes of Section 16 or for any other purpose.
- (4) The warrants to purchase Series B Convertible Preferred Stock were automatically net exercised for shares of Series B Preferred Stock of the Issuer upon the closing of the Issuer's initial public offering on June 5, 2007.
- Each share is convertible and will automatically convert on a one-for-one basis into the Issuer's common stock upon the closing of the
- (5) Issuer's initial public offering of common stock pursuant to an effective registration statement filed with the U.S. Securities and Exchange Commission. These shares have no expiration date.
 - (6) Represents shares of Series B Convertible Preferred Stock disposed of in connection with the net exercise of warrants.

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.