

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 *
 NEFF P SHERRILL

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 QUAKER
 BIOVENTURES, 2929 ARCH
 STREET, CIRA CENTRE

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/05/2007

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

(Street)
 PHILADELPHIA, PA 19104

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|--------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 06/05/2007 | | C | | 1,419,762 | A | 1,419,762 | I | By Partnership (4) |

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

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SEC 1474 (9-02)

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Series C Convertible Preferred Stock | (1) | 06/05/2007 | | C | 396,825 | 08/16/2005 (1) | Common Stock 396,825 |
| Series C Convertible Preferred Stock | (1) | 06/05/2007 | | C | 132,275 | 08/16/2005 (1) | Common Stock 132,275 |
| Series C Convertible Preferred Stock | (1) | 06/05/2007 | | C | 396,825 | 04/17/2006 (1) | Common Stock 396,825 |
| Series C Convertible Preferred Stock | (1) | 06/05/2007 | | C | 132,275 | 04/17/2006 (1) | Common Stock 132,275 |
| Series D Convertible Preferred Stock | (1) | 06/05/2007 | | C | 135,586 | 09/13/2006 (1) | Common Stock 135,586 |
| Series D Convertible Preferred Stock | (1) | 06/05/2007 | | C | 45,195 | 09/13/2006 (1) | Common Stock 45,195 |
| Series D Convertible Preferred Stock | (1) | 06/05/2007 | | C | 135,586 | 03/09/2007 (1) | Common Stock 135,586 |
| Series D Convertible Preferred Stock | (1) | 06/05/2007 | | C | 45,195 | 03/09/2007 (1) | Common Stock 45,195 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NEFF P SHERRILL C/O QUAKER BIOVENTURES 2929 ARCH STREET, CIRA CENTRE PHILADELPHIA, PA 19104 | | X | | |

Signatures

/s/ Sherrill Neff 06/06/2007

**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 C Convertible Preferred Stock and Series D Convertible Preferred Stock automatically converted into Amicus

(1) 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 Quaker BioVentures Capital, L.P., which is the general partner of Quaker BioVentures, L.P. Voting and investment power over these shares is exercised by Quaker BioVentures Capital, L.P. in its role as general partner and investment

(2) advisor of Quaker BioVentures, 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 of for any other purpose.

The reporting person is a member of Quaker BioVentures Capital, L.P., which is the general partner of Garden State Life Sciences Venture Fund, L.P. Voting and investment power over these shares is exercised by Quaker BioVentures Capital, L.P. in its role as general

(3) partner and investment advisor of Garden State Life Sciences Venture Fund, 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 of for any other purpose.

Consists of 1,064,822 shares held by Quaker BioVentures, L.P. and 354,940 shares held by Garden State Life Sciences Venture Fund, L.P. The reporting person is a member of Quaker BioVentures Capital, L.P., which is the general partner of Quaker BioVentures, L.P. and Garden State Life Sciences Venture Fund, L.P. Voting and investment power over these shares is exercised by Quaker BioVentures

(4) Capital, L.P. in its role as general partner and investment advisor of Quaker BioVentures, L.P. and Garden State Life Sciences Venture Fund, 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 of for any other purpose.

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

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