

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 *
QUAKER BIO VENTURES LP

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)
06/05/2007

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

C/O QUAKER
BIOVENTURES, 2929 ARCH
STREET, CIRA CENTRE

(Street)

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

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

PHILADELPHIA, PA 19104

(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 | | 1,064,822 | A | 1,064,822 | D | |
| Common Stock | 06/05/2007 | | C | | 354,940 | A | 1,419,762 | I | By Garden State Life Sciences Venture Fund, L.P. (2) |

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

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SEC 1474
(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | 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 |

Preferred
Stock

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 |
| QUAKER BIO VENTURES LP C/O QUAKER BIOVENTURES 2929 ARCH STREET, CIRA CENTRE PHILADELPHIA, PA 19104 | | | X | |

Signatures

Quaker BioVentures, L.P., By: Quaker BioVentures Capital, L.P., its General Partner, By:
Quaker BioVentures Capital LLC, its General Partner, By: /s/ Richard S. Kollender

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.

(2) These shares are owned by Garden State Life Sciences Venture Fund L.P., which is under common control with Quaker BioVentures, L.P. Quaker BioVentures Capital, L.P. serves as the general partner of Quaker BioVentures, L.P. and Garden State Life Sciences Venture Fund L.P. and is the indirect beneficial owner of these shares. Quaker Bioventures Capital LLC serves as the general partner of Quaker Bioventures Capital, L.P. and is also an indirect beneficial owner of these shares. Quaker BioVentures, L.P. disclaims beneficial ownership of these shares except to the extent of its 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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