

AMICUS THERAPEUTICS INC

Form 4

June 07, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bloch Stephen M

(Last) (First) (Middle)

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

(Street)

WESTPORT, CT 06880

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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	06/05/2007		C	1,976,967	A <u>1</u> 0	I	By Canaan Equity III, L.P. (2)
Common Stock	06/05/2007		C	73,823	A <u>1</u> 0	I	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.

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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 Underlying Securities (Instr. 3 and 4)	8. Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Underlying Securities
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	4
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	4

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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	4
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	4
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	4
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	9
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	9
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.

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