

AMICUS THERAPEUTICS INC

Form 4

October 29, 2008

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)
10/27/2008

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	10/27/2008		S ⁽¹⁾	2,836 D	\$ 8.885 ⁽²⁾	1,728,311 I	Canaan Equity III, L.P. ⁽³⁾
Common Stock	10/27/2008		S ⁽⁴⁾	106 D	\$ 8.885 ⁽²⁾	64,537 I	Canaan Equity III Entrepreneurs, L.L.C. ⁽⁵⁾
Common Stock	10/28/2008		S ⁽¹⁾	2,507 D	\$ 8.5	1,725,804 I	Canaan Equity III, L.P. ⁽³⁾
Common	10/28/2008		S ⁽⁴⁾	94 D	\$ 8.5	64,443 I	Canaan Equity

Stock

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

10/29/2008

**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)

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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 \$8.50 to \$9.20. 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.

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

- (3) 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.

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 a

- (5) general partner of Canann 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.

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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