

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
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FHM IV LP

(Last) (First) (Middle)

TWO UNION SQUARE, 601
UNION STREET STE 3200

(Street)

SEATTLE, WA 98101

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/05/2007		C		2,586,886	A	<u>11</u>	2,586,886	I	By Frazier Healthcare IV, LP ⁽²⁾
Common Stock	06/05/2007		C		13,128	A	<u>11</u>	13,128	I	By Frazier Affiliates IV, LP ⁽²⁾

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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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date Date	Title
Series B Convertible Preferred Stock	(1)	06/05/2007		C	988,446 (1)	(1) (1)	Common Stock
Series B Preferred Stock	(1)	06/05/2007		C	5,016 (1)	(1) (1)	Common Stock
Series C Preferred Stock	(1)	06/05/2007		C	1,011,088 (1)	(1) (1)	Common Stock
Series C Preferred Stock	(1)	06/05/2007		C	5,132 (1)	(1) (1)	Common Stock
Series D Preferred Stock	(1)	06/05/2007		C	572,310 (1)	(1) (1)	Common Stock
Series D Preferred Stock	(1)	06/05/2007		C	2,904 (1)	(1) (1)	Common Stock
Warrant to purchase Series B (right to buy)	\$ 6.375	06/05/2007		X	15,042 (3)	(3) (3)	Common Stock
Warrant to purchase Series B (right to buy)	\$ 6.375	06/05/2007		X	76 (3)	(3) (3)	Common Stock
Series B Convertible Preferred Stock	(1)	06/05/2007		J(3)	15,042 (1)	(1) (1)	Common Stock
	(1)	06/05/2007		J(3)	76 (1)	(1) (1)	

Series B Preferred Stock							Common Stock
Series B Convertible Preferred Stock	(1)	06/05/2007	C	15,042	(1)	(1)	Common Stock
Series B Preferred Stock	(1)	06/05/2007	C	76	(1)	(1)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FHM IV LP TWO UNION SQUARE 601 UNION STREET STE 3200 SEATTLE, WA 98101		X		
FRAZIER HEALTHCARE IV LP		X		
FRAZIER AFFILIATES IV LP		X		

Signatures

FHM IV, LP By: FHM IV, LLC, its General Partner /s/ Thomas S. Hodge, Chief Operation Officer

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).
 - (1) The Issuer's preferred stock automatically converted into Common Stock upon the closing of the Issuer's initial public offering and had no expiration date.
- These securities are owned directly by the entity listed. Frazier Healthcare IV, LP and Frazier Affiliates IV, LP, are joint filers. The
- (2) designated filer, FHM IV, LP, serves as the general partner of Frazier Healthcare IV, LP and Frazier Affiliates IV, LP. FHM IV, LP disclaims beneficial ownership of the reported securities, except to the extent of its proportionate pecuniary interest therein.
 - (3) Exercised for cash immediately prior to the closing of the Issuer's initial public offering.

Remarks:

Exhibit 99.1 - Joint Filer Information

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.