

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 *
Garden State Life Sciences Venture Fund L P

(Last) (First) (Middle)

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

(Street)

PHILADELPHIA, PA 19104

(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)
X 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)		
				(A) or (D)	Price				
Common Stock	06/05/2007		C	1,064,822	A	Ⓟ	1,064,822	I	By Quaker BioVentures, L.P. (2)
Common Stock	06/05/2007		C	354,940	A	Ⓟ	1,419,762	D	

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

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(9-02)

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 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 396,82
Series C Convertible Preferred Stock	(1)	06/05/2007		C	132,275	08/16/2005 (1)	Common Stock 132,27
Series C Convertible Preferred Stock	(1)	06/05/2007		C	396,825	04/17/2006 (1)	Common Stock 396,82
Series C Convertible Preferred Stock	(1)	06/05/2007		C	132,275	04/17/2006 (1)	Common Stock 132,27
Series D Convertible Preferred Stock	(1)	06/05/2007		C	135,586	09/13/2006 (1)	Common Stock 135,58
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 135,58
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
Garden State Life Sciences Venture Fund L P C/O QUAKER BIOVENTURES 2929 ARCH STREET, CIRA CENTRE PHILADELPHIA, PA 19104		X		

Signatures

Garden State Life Sciences Venture Fund, 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 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.
- (1) These shares are owned by Quaker BioVentures, L.P., which is under common control with Garden State Life Sciences Venture Fund 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. Garden State Life Sciences Venture Fund 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.
- (2) These shares are owned by Quaker BioVentures, L.P., which is under common control with Garden State Life Sciences Venture Fund 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. Garden State Life Sciences Venture Fund 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. 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.