AMICUS THERAPEUTICS INC
Form 4
June 07, 2007

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Weinhoff Gregory M

(Last) (First) (Middle)

C/O CHL MEDICAL PARTNERS, 1055 WASHINGTON BLVD.

(Street)

STAMFORD, CT 06901

(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)
__X__ Director
_____ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/05/2007		C		1,975,223	A	(1)	2,108,555	I	By Partnership (4)

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

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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 or Number of Shares
Series A Convertible Preferred Stock	(1)	06/05/2007		C			83,278	04/15/2002	(1)	Common Stock	83,278
Series A Convertible Preferred Stock	(1)	06/05/2007		C			5,611	04/15/2002	(1)	Common Stock	5,611
Series B Convertible Preferred Stock	(1)	06/05/2007		C			734,803	05/04/2004	(1)	Common Stock	734,80
Series B Convertible Preferred Stock	(1)	06/05/2007		C			49,509	05/04/2004	(1)	Common Stock	49,509
Series B Convertible Preferred Stock	(1)	06/05/2007		C			11,182	04/18/2006	(1)	Common Stock	11,182
Series B Convertible Preferred Stock	(1)	06/05/2007		C			753	04/18/2006	(1)	Common Stock	753
Series C Convertible Preferred	(1)	06/05/2007		C			247,850	08/16/2005	(1)	Common Stock	247,85

Stock								
Series C Convertible Preferred Stock	(1)	06/05/2007	C	16,669	08/16/2005	(1)	Common Stock	16,699
Series C Convertible Preferred Stock	(1)	06/05/2007	C	247,850	04/17/2006	(1)	Common Stock	247,85
Series C Convertible Preferred Stock	(1)	06/05/2007	C	16,669	04/17/2006	(1)	Common Stock	16,699
Series D Convertible Preferred Stock	(1)	06/05/2007	C	96,233	09/13/2006	(1)	Common Stock	96,233
Series D Convertible Preferred Stock	(1)	06/05/2007	C	6,484	09/13/2006	(1)	Common Stock	6,484
Series D Convertible Preferred Stock	(1)	06/05/2007	C	96,223	03/09/2007	(1)	Common Stock	96,233
Series D Convertible Preferred Stock	(1)	06/05/2007	C	6,484	03/09/2007	(1)	Common Stock	6,484
Series A Convertible Preferred Stock	(1)	06/05/2007	C	333,111	07/15/2002	(1)	Common Stock	333,11

Series A Convertible Preferred Stock	(1)	06/05/2007		C	22,444	07/15/2002	(1)	Common Stock	22,444

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weinhoff Gregory M C/O CHL MEDICAL PARTNERS 1055 WASHINGTON BLVD. STAMFORD, CT 06901	X			

Signatures

/s/ Gregory M. Weinhoff	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).

(1) Each of the Series A Convertible Preferred Stock, the Series B Convertible Preferred Stock, the Series C Convertible Preferred Stock and the 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

(2) The reporting person is a partner of Collinson, Howe & Lennox II, LLC, which is the general partner of CHL Medical Partners II, L.P. Voting and investment power over these shares is exercised by Collinson, Howe & Lennox II, LLC in its role as general partner and investment advisor of CHL Medical Partners II, 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.

(3) The reporting person is a partner of Collinson, Howe & Lennox II, LLC, which is the general partner of CHL Medical Partners II Side Fund, L.P. Voting and investment power over these shares is exercised by Collinson, Howe & Lennox II, LLC in its role as general partner and investment advisor of CHL Medical Partners II Side Fund, 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) Consists of 1,975,456 shares held by CHL Medical Partner II, L.P. and 133,099 shares held by CHL Medical Partners II Side Fund, L.P. The reporting person is a partner of Collinson, Howe & Lennox II, LLC, which is the general partner of CHL Medical Partners II, L.P. and CHL Medical Partners II Side Fund, L.P. Voting and investment power over these shares is exercised by Collinson, Howe & Lennox II, LLC in its role as general partner and investment advisor of CHL Medical Partners II, L.P. and CHL Medical Partners II Side Fund, 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.

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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