AMICUS THERAPEUTICS INC Form 4 February 06, 2008 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Topper James N Issuer Symbol AMICUS THERAPEUTICS INC (Check all applicable) [FOLD] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director X__ 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 550 HAMILTON AVENUE, SUITE 02/04/2008 100 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting PALO ALTO, CA 94301 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 5. Amount of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) anv Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership (Instr. 4) Following or Indirect Reported (I)(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Price Code V (D) Amount By Frazier Common 02/04/2008 Ρ 400 A 396,067 Ι Healthcare 10.32 Stock V, LP⁽¹⁾⁽²⁾ By Frazier Common Ρ 396,167 02/04/2008 100 Ι Healthcare А 1035 Stock V, LP (1) (2) **Bv** Frazier Common 02/04/2008 Ρ 200 396,367 Ι Healthcare 10 36 Stock V, LP⁽¹⁾⁽²⁾ Common 02/04/2008 Ρ 500 \$ I By Frazier A 396,867

	5 5							
Stock					10.37			Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	400	А	\$ 10.38	397,267	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	200	А	\$ 10.39	397,467	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	3,800	А	\$ 10.4	401,267	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	100	А	\$ 10.41	401,367	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	500	А	\$ 10.43	401,867	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	100	А	\$ 10.45	401,967	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	100	А	\$ 10.46	402,067	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	300	А	\$ 10.48	402,367	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	2,400	А	\$ 10.49	404,767	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/04/2008	Р	24,723	А	\$ 10.5	429,490	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	200	А	\$ 10.16	429,690	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	600	А	\$ 10.17	430,290	I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	300	А	\$ 10.18	430,590	Ι	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	100	А	\$ 10.19	430,690	Ι	By Frazier Healthcare V, LP (1) (2)

Common Stock	02/05/2008	Р	21,246	A	\$ 10.2 451,93	36 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,046	А	\$ 10.21 452,98	82 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,608	Α	\$ 10.22 454,59	90 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,700	Α	\$ 10.23 456,29	90 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	2,845	Α	\$ 10.24 459,13	35 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,999	Α	\$ 10.25 461,13	34 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,500	А	\$ 10.26 462,63	34 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	592	А	\$ 463,22	26 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	1,145	А	\$ 464,37	71 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	400	А	\$ 10.29 464,77	71 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	200	А	\$ 10.3 464,97	71 I	By Frazier Healthcare V, LP (1) (2)
Common Stock	02/05/2008	Р	55	A	\$ 10.31 465,02	26 I	By Frazier Healthcare V, LP (1) (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo 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			
Topper James N 550 HAMILTON AVENUE, SUITE PALO ALTO, CA 94301	100	Х	Х					
Signatures								
/s/ James N. 02/06/20	08							

Topper <u>**</u>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).

The securities are owned directly by the entity listed. Dr. Topper is a member of the investment committee of FHM V, LLC, the general partner of FHM V, L.P., which is the general partner of Frazier Healthcare V, L.P. As a member of the FHM V, LLC investment

(1) committee, Dr. Topper may be deemed to share voting and investment power for securities held by Frazier Healthcare V, L.P. Dr. Topper 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.

There is no direct relationship among or between FHM V, LLC, FHM V, L.P. and Frazier Healthcare V, L.P., on the one hand, and FHM IV, LP, Frazier Healthcare IV, LP and Frazier Affiliates IV, LP, on the other. Beneficial ownership of Issuer shares as described herein

(2) If 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. 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.