

AMICUS THERAPEUTICS INC
 Form 4
 October 03, 2008

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 *
 Crowley John F

2. Issuer Name and Ticker or Trading Symbol
 AMICUS THERAPEUTICS INC
 [FOLD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 10/01/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

C/O AMICUS THERAPEUTICS, INC., 6 CEDAR BROOK DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CRANBURY, NJ 08512

(City) (State) (Zip)

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 | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 10/01/2008 | | S ⁽¹⁾ | 800 | D | \$ 15.079 <u>(2)</u> | 27,233 | I | By John F. Crowley 2007 Grantor Retained Annuity Trust |
| Common Stock | 10/01/2008 | | S ⁽³⁾ | 600 | D | \$ 15.083 <u>(4)</u> | 14,600 | I | By Aileen A. Crowley |

| | | | | | | | | | |
|--------------|------------|--|------------------|-------|---|-------------------------|--------|---|-------------------------------------|
| | | | | | | | | | 2007 Grantor Retained Annuity Trust |
| | | | | | | | | | By John F. Crowley |
| Common Stock | 10/02/2008 | | S ⁽¹⁾ | 1,300 | D | \$ 15.13 <u>(5)</u> | 25,933 | I | 2007 Grantor Retained Annuity Trust |
| | | | | | | | | | By Aileen A. Crowley |
| Common Stock | 10/02/2008 | | S ⁽³⁾ | 1,300 | D | \$ 15.063 <u>(6)</u> | 13,300 | I | 2007 Grantor Retained Annuity Trust |

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.

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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. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Crowley John F C/O AMICUS THERAPEUTICS, INC. 6 CEDAR BROOK DRIVE CRANBURY, NJ 08512 | X | | President & CEO | |

Signatures

/s/ John McAdam,
Attorney-in-Fact

10/03/2008

**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 the John F. Crowley 2007 Grantor Retained Annuity Trust on August 13, 2007.

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 \$14.95 to \$15.23. 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.

- (3) Sales were made pursuant to a Rule 10b5-1 trading plan adopted by the Aileen A. Crowley 2007 Grantor Retained Annuity Trust on August 13, 2007.

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 \$15.00 to \$15.23. 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.

(5) 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 \$15.03 to \$15.77. 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.

(6) 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 \$15.03 to \$15.62. 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.

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.