

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>Canaan Equity Partners III LLC</u> (Last) (First) (Middle) <u>C/O CANAAN PARTNERS</u> <u>285 RIVERSIDE AVENUE, SUITE 250</u> (Street) <u>WESTPORT CT 06880</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>AMICUS THERAPEUTICS INC [FOLD]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/05/2007</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | | 2,050,790 | A | (1) | 2,050,790 | I | See Footnote ⁽²⁾ |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Series B Convertible Preferred Stock | (1) | 06/05/2007 | | C | | 931,762 | | (1) | (1) | Common Stock | 931,762 | \$0.00 | 0 | I | See Footnote ⁽³⁾ |
| Series C Convertible Preferred Stock | (1) | 06/05/2007 | | C | | 907,498 | | (1) | (1) | Common Stock | 907,498 | \$0.00 | 0 | I | See Footnote ⁽³⁾ |
| Series D Convertible Preferred Stock | (1) | 06/05/2007 | | C | | 203,378 | | (1) | (1) | Common Stock | 203,378 | \$0.00 | 0 | I | See Footnote ⁽³⁾ |
| Series B Convertible Preferred Stock Warrant (Right to Buy) | \$6.375 | 06/05/2007 | | X | | 14,179 ⁽⁴⁾ | | 05/04/2004 | (4) | Series B Convertible Preferred Stock | 14,179 | \$0.00 | 0 | I | See Footnote ⁽⁵⁾ |
| Series B Convertible Preferred Stock | (1) | 06/05/2007 | | S | | 6,027 ⁽⁶⁾ | | (1) | (1) | Series B Convertible Preferred Stock | 6,027 | \$15 | 8,152 | I | See Footnote ⁽⁵⁾ |
| Series B Convertible Preferred Stock | (1) | 06/05/2007 | | X | | 8,152 | | (1) | (1) | Common Stock | 8,152 | \$0.00 | 8,152 | I | See Footnote ⁽⁵⁾ |
| Series B Convertible Preferred Stock | (1) | 06/05/2007 | | C | | 8,152 | | (1) | (1) | Common Stock | 8,152 | \$0.00 | 0 | I | See Footnote ⁽⁵⁾ |

1. Name and Address of Reporting Person*

[Canaan Equity Partners III LLC](#)

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[CANAAN EQUITY III LP](#)

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[CANAAN EQUITY III ENTREPRENEURS LLC](#)

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[BALEN JOHN V](#)

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[GREEN L STEPHEN](#)

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

DEEPAK KAMRA

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

KOPCHINSKY GREGORY

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

RUDNICK SETH

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

RUSSO GUY M

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

1. Name and Address of Reporting Person*

YOUNG ERIC A

(Last) (First) (Middle)

C/O CANAAN PARTNERS
285 RIVERSIDE AVENUE, SUITE 250

(Street)

WESTPORT CT 06880

(City) (State) (Zip)

Explanation of Responses:

1. Each share of Series B Convertible Preferred Stock, Series C Convertible Preferred Stock and Series D Convertible Preferred Stock, as applicable, automatically converted on a 1-for-1 basis into shares of Common Stock upon the closing of the Issuer's initial public offering on June 5, 2007 and had no expiration date.
2. Consists of 1,976,967 shares held of record by Canaan Equity III, L.P. and 73,823 shares held of record by Canaan Equity III Entrepreneurs, LLC. Each of John V. Balen, Stephen L. Green, Deepak Kamra, Gregory Kopchinsky, Seth A. Rudnick, Guy M. Russo, Eric A. Young are managers of Canaan Equity III LLC, the sole general partner and manager, as applicable, of Canaan Equity III, L.P. and Canaan Equity III Entrepreneurs, LLC and, as a result, such individuals may be deemed to have shared voting, investment and dispositive power with respect to such shares. Each such person disclaims beneficial ownership of such shares except to the extent of their respective pecuniary interest therein. The inclusion of these shares in this report shall not be deemed to be an admission of beneficial ownership of the shares for purposes of Section 16 of the Securities Exchange Act of 1934 or any other purpose.
3. Consists of (i) 898,220 shares of Series B Convertible Preferred Stock, 874,830 shares of Series C Convertible Preferred Stock, and 196,058 shares of Series D Convertible Preferred Stock, as applicable, held of record by Canaan Equity III, L.P.; and (ii) 33,542 shares of Series B Convertible Preferred Stock, 32,668 shares of Series C Convertible Preferred Stock and 7,320 shares of Series D Convertible Preferred Stock, as applicable, held of record by Canaan Equity III Entrepreneurs, LLC. Each of John V. Balen, Stephen L. Green, Deepak Kamra, Gregory Kopchinsky, Seth A. Rudnick, Guy M. Russo, Eric A. Young are managers of Canaan Equity III LLC, the sole general partner and manager, as applicable, of Canaan Equity III, L.P. and Canaan Equity III Entrepreneurs, LLC and, as a result, such individuals may be deemed to have shared voting, investment and dispositive power with respect to such shares. Each such person disclaims beneficial ownership of such shares except to the extent of
4. The warrants to purchase Series B Convertible Preferred Stock were automatically net exercised for shares of Series B Convertible Preferred Stock of the Issuer upon the closing of the Issuer's initial public offering on June 5, 2007.
5. Consists of 7,859 shares held of record by Canaan Equity III, L.P. and 293 shares held of record by Canaan Equity III Entrepreneurs, LLC. Each of John V. Balen, Stephen L. Green, Deepak Kamra, Gregory Kopchinsky, Seth A. Rudnick, Guy M. Russo, Eric A. Young are managers of Canaan Equity III LLC, the sole general partner and manager, as applicable, of Canaan Equity III, L.P. and Canaan Equity III Entrepreneurs, LLC and, as a result, such individuals may be deemed to have shared voting, investment and dispositive power with respect to such shares. Each such person disclaims beneficial ownership of such shares except to the extent of their respective pecuniary interest therein. The inclusion of these shares in this report shall not be deemed to be an admission of beneficial ownership of the shares for purposes of Section 16 of the Securities Exchange Act of 1934 or any other purpose.
6. Represents 5,810 shares of Series B Convertible Preferred Stock held of record by Canaan Equity III, L.P. and 217 shares of Series B Convertible Preferred Stock held of record by Canaan Equity III Entrepreneurs, LLC disposed of in connection with the net exercise of the warrants.

Remarks:

| | |
|--|-----------------------------------|
| <u>/s/ John D. Lambrech, as Attorney-in-fact</u> | <u>06/07/2007</u> |
| <u>John D. Lambrech, Attorney- in-Fact</u> | <u>06/05/2007</u> |
| <u>John D. Lambrech, Attorney- in-Fact</u> | <u>06/05/2007</u> |
| <u>John D. Lambrech, Attorney- in-Fact</u> | <u>06/05/2007</u> |
| <u>John D. Lambrech, Attorney- in-Fact</u> | <u>06/05/2007</u> |
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| <u>John D. Lambrech, Attorney- in-Fact</u> | <u>06/05/2007</u> |
| ** Signature of Reporting Person | Date |

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.