SEC Form 4

FORM 4

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

OMB APPROVAL

| OMB Number: 3235-0287 | | | | | | |
|--------------------------|-----|--|--|--|--|--|
| Estimated average burden | | | | | | |
| hours per response: | 0.5 | | | | | |

| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). |
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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 [*] Clark David Michael | | | 2. Issuer Name and Ticker or Trading Symbol <u>AMICUS THERAPEUTICS INC</u> [FOLD] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
|--|---------------------|----------------|--|------------------------|--|-------------------------------------|--|--|--|
| (Last) 1 CEDAR BRO | (First) OK DRIVE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/09/2018 | X | Officer (give title below) Chief People (| Other (specify below) Officer | | | |
| (Street) CRANBURY (City) | NJ (State) | 08512 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | g (Check Applicable orting Person n One Reporting | | | | |
| 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) | Code (| | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--|---|--------|---|---|---------------|---|------------------------------------|---|-----------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.14) |
| Common Stock ⁽¹⁾ | 10/09/2018 | | A | | 56,012 ⁽²⁾ | Α | \$0.00 | 57,770 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 11. Nature Derivative Execution Date, of Securities Underlying Derivative Security Derivative Conversion Date Transaction Expiration Date derivative Ownership of Indirect (Month/Dav/Year) Derivative or Exercise Code (Instr. (Month/Dav/Year) Security Securities Form: Beneficial (Instr. 3) Price of (Month/Day/Year) 8) (Instr. 5) Beneficially Direct (D) Securities Ownership Derivative Acquired (Instr. 3 and 4) (Instr. 4) Owned or Indirect Security (A) or Disposed Following (I) (Instr. 4) Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Expiration Date of Shares (D) (A) Exercisable Date Title Code ν Stock Options 84,842 \$12.84 10/09/2018 A (3) 10/09/2028 84,842 \$0.00 84,842 D (right to Stock buy)

Explanation of Responses:

1. Granted in the form of restricted stock units which, upon vesting, are settled in exchange for shares of the Company's common stock. Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.

2. The restricted stock units vest over a four year period with 25% of the total number of shares vesting on the first anniversary of the grant, followed by 25% on each successive grant date anniversary

3. These stock options vest and become exercisable in a series of installments. The first installment, which consists of 25% of the total aggregate number of stock options granted, vest and become exercisable on October 9, 2019. The remaining options vest and become exercisable in a series of thirty-five successive monthly installments beginning on November 1, 2019.

Remarks:

/s/ David Clark

** 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.

10/11/2018