SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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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 <sup>*</sup> Weinhoff Gregory M	2. Date of Eve Requiring Stat (Month/Day/Ye 05/30/2007	ement	3. Issuer Name and Ticker or Trading Symbol <u>AMICUS THERAPEUTICS INC</u> [ FOLD ]						
(Last) (First) (Middle) C/O CHL MEDICAL PARTNERS 1055 WASHINGTON BLVD. (Street) STAMFORD CT 06901			4. Relationship of Reporting Pers (Check all applicable) X Director X Officer (give title below)		r (Mor cify 6. In Appl	<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person Form filed by More than One Reporting Person</li> </ul>			
(City) (State) (Zip)									
1. Title of Security (Instr. 4)	2	tive Securities Beneficial 2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership 4.		. Nature of Indirect Beneficial Ownership Instr. 5)				
Common Stock			124,916	(Instr. 5)		Medical Part	ners II, L.P. <sup>(1)</sup>		
Common Stock					CHL	CHL Medical Partners II Side Fund,			
	Table II -	Derivativ	8,417	Owned	L.P. <sup>(2</sup>	.)			
Table II - Derivative Securities Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)	2. Date Exer Expiration D (Month/Day/	ate	3. Title and Amount of Securit Underlying Derivative Security		4. Conversion or Exercise	ise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)			
Series A Convertible Preferred Stock	04/15/2002	(3)	Common Stock	83,278 <sup>(3)</sup>	0 <sup>(3)</sup>	I	CHL Medical Partners II, L.P. <sup>(1)</sup>		
Series A Convertible Preferred Stock	04/15/2002	(3)	Common Stock	5,611 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>		
Series A Convertible Preferred Stock	07/15/2002	(3)	Common Stock	333,111	0 <sup>(3)</sup>	I	CHL Medical Partners II, L.P.		
Series A Convertible Preferred Stock	07/15/2002	(3)	Common Stock	22,444	0 <sup>(3)</sup>	I	CHL Medical Partners II Side Fund, L.P.		
Series B Convertible Preferred Stock	05/04/2005	(3)	Common Stock	734,803 <sup>(3)</sup>	0 <sup>(3)</sup>	I	CHL Medical Partners II, L.P. <sup>(1)</sup>		
Series B Convertible Preferred Stock	05/04/2005	(3)	Common Stock	49,509 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>		
Series B Convertible Preferred Stock	04/18/2006	(3)	Common Stock	11,182 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II, L.P. <sup>(1)</sup>		
Series B Convertible Preferred Stock	04/18/2006	(3)	Common Stock	753 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>		
Series C Convertible Preferred Stock	08/16/2005	(3)	Common Stock	247,850 <sup>(3)</sup>	<b>0</b> <sup>(3)</sup>	I	CHL Medical Partners II, L.P. <sup>(1)</sup>		
Series C Convertible Preferred Stock	08/16/2005	(3)	Common Stock	16,699 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>		
Series C Convertible Preferred Stock	04/17/2006	(3)	Common Stock	247,850 <sup>(3)</sup>	0(3)	I	CHL Medical Partners II, L.P. <sup>(1)</sup>		

Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Series C Convertible Preferred Stock	04/17/2006	(3)	Common Stock	16,699 <sup>(3)</sup>	<b>0</b> <sup>(3)</sup>	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>	
Series D Convertible Preferred Stock	09/13/2006	(3)	Common Stock	96,233 <sup>(3)</sup>	<b>0</b> <sup>(3)</sup>	I	CHL Medical Partners II, L.P. <sup>(1)</sup>	
Series D Convertible Preferred Stock	09/13/2006	(3)	Common Stock	6,484 <sup>(3)</sup>	<b>0</b> <sup>(3)</sup>	I	CHL Medical Partners II Side Fund, L.P. <sup>(2)</sup>	
Series D Convertible Preferred Stock	03/09/2007	(3)	Common Stock	96,233 <sup>(3)</sup>	<b>0</b> <sup>(3)</sup>	I	CHL Medical Partners II, L.P. <sup>(1)</sup>	
Series D Convertible Preferred Stock	03/09/2007	(3)	Common Stock	6,484	0(3)	I	CHL Medical Partners II Side Fund, L.P.	

**Explanation of Responses:** 

1. The reporting person is a member 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 these shares for purposes of section 16 or for any other purpose.

2. 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 these shares for purposes of section 16 or for any other purpose.

3. Each share is convertible and will automatically convert on a 1-for-1 basis into the Issuer's common stock upon the closing of the Issuer's initial public offering of common stock pursuant to an effective registration statement filed with the U.S. Securities and Exchange Commission. These shares have no expiration date.

<u>/s/ Gr</u>	<u>egoi</u>	<u>y M. V</u>	Nein	<u>hoff</u>	05/30/2	<u>007</u>
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\*\* 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 5 (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.

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