

AMICUS THERAPEUTICS INC

Form 4

June 24, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Valenzano Ken

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)

1 CEDAR BROOK DRIVE

(Street)

CRANBURY, NJ 08512

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
06/22/2015

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

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
SVP, Pharmacology & Biology

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

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 | 06/22/2015 | | M ⁽¹⁾ | | 20,500 | A \$ 13.8543 ⁽²⁾ | 48,187 | D | |
| Common stock | 06/22/2015 | | S ⁽¹⁾ | | 20,500 | D \$ 13.8543 ⁽³⁾ | 27,687 | D | |

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Stock Options (right to buy) | \$ 4.16 | 06/22/2015 | | M ⁽¹⁾ | 2,500 | 11/01/2013 11/16/2019 | Common Stock | 2,500 |
| Stock Options (right to buy) | \$ 4.38 | 06/22/2015 | | M ⁽¹⁾ | 3,000 | 06/04/2013 06/04/2022 | Common Stock | 3,000 |
| Stock Options (right to buy) | \$ 3.53 | 06/22/2015 | | M ⁽¹⁾ | 5,000 | 01/28/2014 01/28/2023 | Common Stock | 5,000 |
| Stock Options (right to buy) | \$ 2.52 | 06/22/2015 | | M ⁽¹⁾ | 5,000 | 06/18/2014 06/18/2023 | Common Stock | 5,000 |
| Stock Options (right to buy) | \$ 2.45 | 06/22/2015 | | M ⁽¹⁾ | 5,000 | 01/03/2015 01/03/2024 | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Valenzano Ken 1 CEDAR BROOK DRIVE CRANBURY, NJ 08512 | | | SVP, Pharmacology & Biology | |

Signatures

/s/ Ken
Valenzano

06/24/2015

__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) The exercise of stock options and subsequent sale of common stock were made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 21, 2015.

This price is the weighted average purchase price for the transactions reported on this line. The prices for the transactions reported on this line range from \$13.60 to \$14.10. 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 purchased at each separate price.

- (2) 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 \$13.60 to \$14.10. 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) range from \$13.60 to \$14.10. 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.

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