

AMICUS THERAPEUTICS INC

Reported by
CROWLEY JOHN F

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/19/17 for the Period Ending 10/17/17

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|-------------|--|
| Address | 1 CEDAR BROOK DRIVE CRANBURY, NJ, 08512 |
| Telephone | (609) 662-2000 |
| CIK | 0001178879 |
| Symbol | FOLD |
| SIC Code | 2834 - Pharmaceutical Preparations |
| Industry | Pharmaceuticals |
| Sector | Healthcare |
| Fiscal Year | 12/31 |

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 or
Section 30(h) of the Investment Company Act of 1940

| | | | | | |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person * | | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| Crowley John F | | AMICUS THERAPEUTICS INC [FOLD] | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | |
| (Last) (First) (Middle) | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| C/O AMICUS THERAPEUTICS, INC., 1 CEDAR BROOK DRIVE | | 10/17/2017 | | Chairman & CEO | |
| (Street) | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | 6. Individual or Joint/Group Filing (Check Applicable Line) | |
| CRANBURY, NJ 08512 | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| (City) (State) (Zip) | | | | <input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 | 10/17/2017 | | M | (1) | 52722 | A | \$14.75 | 380723 | D | |
| Common Stock | 10/17/2017 | | S | (1) | 52722 | D | \$14.75 | 328001 | D | |
| Common Stock | 10/18/2017 | | M | (1) | 19013 | A | \$14.7554 (2) | 347014 | D | |
| Common Stock | 10/18/2017 | | S | (1) | 19013 | D | \$14.7554 (3) | 328001 | D | |
| Common Stock | | | | | | | | 64895 | I | By Trust |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |
| Stock Options (right to buy) | \$3.53 | 10/17/2017 | | M | (1) | 52722 | | 1/28/2017 | 1/28/2023 | Common Stock | 52722 | \$0.00 | 39521 | D | |
| Stock Options (right to buy) | \$3.53 | 10/18/2017 | | M | (1) | 19013 | | 1/28/2017 | 1/28/2023 | Common Stock | 19013 | \$0.00 | 20508 | D | |

Explanation of Responses:

- 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 August 11, 2017.
- 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 \$14.75 to \$14.79. 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.
- 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 \$14.75 to \$14.79. 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.

Remarks:

Shares were sold to fund the "Megan K. Crowley 2016 Special Needs Trust", a trust for the benefit of Mr. Crowley's child, with the balance of the proceeds used for general estate planning purposes. The total shares sold represented less than 2% of Mr. Crowley's holdings of securities of the company.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Crowley John F C/O AMICUS THERAPEUTICS, INC. 1 CEDAR BROOK DRIVE CRANBURY, NJ 08512 | X | | Chairman & CEO | |

Signatures

/s/ John F. Crowley

10/19/2017

—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.

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