

AMICUS THERAPEUTICS INC  
Form SC 13G/A  
February 10, 2010

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)\***

Amicus Therapeutics, Inc.  
(Name of Issuer)  
Common Stock, \$0.01 par value  
(Title of Class of Securities)  
03152W109  
(CUSIP Number)  
December 31, 2009  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAME OF REPORTING PERSON  
Canaan Equity III L.P.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*

2 (a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

5 SOLE VOTING POWER  
NUMBER OF 532,318

6 SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON 532,318

8 SHARED DISPOSITIVE POWER  
WITH 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
532,318

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

**10**

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

**11**

2.4%

TYPE OF REPORTING PERSON \*

**12**

PN

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1 NAME OF REPORTING PERSON  
Canaan Equity III Entrepreneurs LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)   
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

5 SOLE VOTING POWER  
NUMBER OF 19,873

6 SHARED VOTING POWER  
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER  
EACH REPORTING PERSON 19,873

8 SHARED DISPOSITIVE POWER  
WITH 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
19,873

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

**10**

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

**11**

Less than 1%

TYPE OF REPORTING PERSON\*

**12**

OO

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CUSIP No. 03152W109 13G Page 4 of 19 Pages

1 NAME OF REPORTING PERSON

Canaan Equity Partners III LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

- (a)
- (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF 552,191

6 SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER

EACH REPORTING PERSON 552,191

8 SHARED DISPOSITIVE POWER

0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

552,191

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

2.4%

TYPE OF REPORTING PERSON\*

12

OO

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CUSIP No. 03152W109 13G Page 5 of 19 Pages

NAME OF REPORTING PERSON

1 Stephen L. Green

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)   
 (b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 United States

SOLE VOTING POWER

5  
 NUMBER OF 0

SHARED VOTING POWER

6  
 SHARES BENEFICIALLY OWNED BY 552,191

SOLE DISPOSITIVE POWER

7  
 EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER

8  
 WITH 552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9



552,191

**10**

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

**11**

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.4%

**12**

TYPE OF REPORTING PERSON \*

IN

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CUSIP No. 03152W109 13G Page 6 of 19 Pages

NAME OF REPORTING PERSON

1 Deepak Kamra

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)   
(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 United States

SOLE VOTING POWER

5  
NUMBER OF 0

SHARED VOTING POWER

6  
SHARES BENEFICIALLY OWNED BY 552,191

SOLE DISPOSITIVE POWER

7  
EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER

8  
WITH 552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 552,191

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

2.4%

TYPE OF REPORTING PERSON \*

12

IN

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CUSIP No. 03152W109 13G Page 7 of 19 Pages

NAME OF REPORTING PERSON

1

Gregory Kopchinsky

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 6

552,191

SOLE DISPOSITIVE POWER

EACH REPORTING PERSON 7

0

SHARED DISPOSITIVE POWER

WITH 8

552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

552,191

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.4%

**12** TYPE OF REPORTING PERSON \*

IN

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CUSIP No. 03152W109 13G Page 8 of 19 Pages

NAME OF REPORTING PERSON

1  
Guy M. Russo

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2  
(a)   
(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4  
United States

SOLE VOTING POWER

5  
NUMBER OF 0

SHARED VOTING POWER

6  
SHARES BENEFICIALLY OWNED BY 552,191

SOLE DISPOSITIVE POWER

7  
EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER

8  
WITH 552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9  
552,191

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

2.4%

TYPE OF REPORTING PERSON \*

12

IN

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CUSIP No. 03152W109

13G

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NAME OF REPORTING PERSON

1

John V. Balen

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY 6

552,191

SOLE DISPOSITIVE POWER

EACH REPORTING PERSON 7

0

SHARED DISPOSITIVE POWER

WITH 8

552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

552,191



**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \*

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.4%

**12** TYPE OF REPORTING PERSON \*

IN

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CUSIP No. 03152W109

13G

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NAME OF REPORTING PERSON

1

Eric A. Young

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY 6

OWNED BY 552,191

SOLE DISPOSITIVE POWER

EACH REPORTING 7

PERSON 0

SHARED DISPOSITIVE POWER

WITH 8

552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

552,191

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \*

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.4%

**12** TYPE OF REPORTING PERSON \*

IN

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CUSIP No. 03152W109

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NAME OF REPORTING PERSON

1

Seth A. Rudnick

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY 6

OWNED BY 552,191

SOLE DISPOSITIVE POWER

EACH REPORTING 7

PERSON 0

SHARED DISPOSITIVE POWER

WITH 8

552,191

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

552,191

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \*

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.4%

**12** TYPE OF REPORTING PERSON \*

IN

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Item 1(a). Name of Issuer

Amicus Therapeutics, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices

6 Cedar Brook Drive  
Cranbury, New Jersey 08512

Item 2(a). Name of Person Filing

This statement is filed by (i) Canaan Equity III L.P. ( CE III ), a Delaware limited partnership, (ii) Canaan Equity III Entrepreneurs, LLC ( Entrepreneurs ), a Delaware limited liability company, (iii) Canaan Equity Partners III LLC ( CEP III ), a Delaware limited liability company and the general partner of CE III and the manager of Entrepreneurs, (iv) John V. Balen , (v) Stephen L. Green, (vi) Deepak Kamra, (vii) Gregory Kopchinsky, (viii) Seth A. Rudnick, (ix) Guy M. Russo and (x) Eric A. Young. We refer to the individuals and entities identified in (i)-(x) above collectively as the Reporting Persons.

Item 2(b). Address of Principal Business Office or, if None, Residence

Except in the case of Messrs. Balen, Kamra and Young, the principal business address of the Reporting Persons is 285 Riverside Avenue, Suite 250, Westport, CT 06880. The principal business address of Messrs. Balen, Kamra and Young is 2765 Sand Hill Road, Menlo Park, CA 94025.

Item 2(c). Citizenship

CE III is a limited partnership organized under the laws of Delaware. Each of Entrepreneurs and CEP III is a limited liability company organized under the laws of Delaware. Each of the individuals named above is a citizen of the United States.

Item 2(d). Title of Class of Securities

Common Stock, par value \$0.01 per share ( Common Stock ), of Amicus Therapeutics, Inc.

Item 2(e). CUSIP Number

03152W109

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

None.

Item 4. Ownership

(a) Amount Beneficially Owned

As of December 31, 2009: (i) CE III is the record holder of 532,318 shares of Common Stock (the CE III Shares ), (ii) Entrepreneurs is the record holder of 19,873 shares of Common Stock (the Entrepreneurs Shares ; together with the CE III Shares, the Record Shares ). As the general partner of CE III and the manager of Entrepreneurs, CEP III may be deemed to own beneficially the Record Shares. As individual managers of CEP III, Messrs. Balen, Green, Kamra, Kopchinsky, Rudnick, Russo and Young may also be deemed to own beneficially the Record Shares.

(b) Percent of Class:

The Reporting Persons beneficially own, in the aggregate, approximately 2.4% of the outstanding Common

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Stock of the Issuer based on the 22,647,869 shares of Common Stock reported to be outstanding on the Issuer's Quarterly Report filed on Form 10-Q for the quarterly period ending September 30, 2009.

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For individual Reporting Person information, please see Item 11 of the cover pages hereto.

(c) Number of shares to which such person has:

Reporting Person	NUMBER OF SHARES			
	(i)	(ii)	(iii)	(iv)