

Do Hung
Form 4
January 17, 2019

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Do Hung

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)

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Science Officer

C/O AMICUS THERAPEUTICS, INC., 1 CEDAR BROOK DRIVE

(Street)

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

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

CRANBURY, NJ 08512

(City) (State) (Zip)

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	01/15/2019		M			4,400	A	\$ 2.94	452,713	D	
Common Stock	01/15/2019		M			3,800	A	\$ 5.13	456,513	D	
Common Stock	01/15/2019		<u>S(1)</u>			16,600	D	\$ 12	439,913	D	
Common Stock	01/16/2019		M			4,988	A	\$ 2.94	444,901	D	
Common Stock	01/16/2019		M			30,036	A	\$ 5.13	474,937	D	

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Common Stock	01/16/2019		S ⁽¹⁾	36,669	D	\$ 12.05 (2)	438,268	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Acquired (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
Stock Options (right to buy)	\$ 2.94	01/15/2019		M	4,400	⁽³⁾ 06/26/2024	Common Stock	4,400
Stock Options (right to buy)	\$ 5.13	01/15/2019		M	3,800	⁽⁴⁾ 01/03/2027	Common Stock	3,800
Stock Options (right to buy)	\$ 2.94	01/16/2019		M	4,988	⁽³⁾ 06/26/2024	Common Stock	4,988
Stock Options (right to buy)	\$ 5.13	01/16/2019		M	30,036	⁽⁴⁾ 01/03/2027	Common Stock	30,036

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Do Hung C/O AMICUS THERAPEUTICS, INC.			Chief Science Officer	

1 CEDAR BROOK DRIVE
CRANBURY, NJ 08512

Signatures

/s/Christian Formica,
Attorney-In-Fact

01/17/2019

__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 sale of common stock was made pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 13, 2018.

This price is the weighted average price for the transactions reported on this line. The prices for the transactions reported on this line range from \$12.00 to \$12.23. 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 within the range set forth in this footnote.

(3) All of the options were fully vested and exercisable as of January 15, 2019.

These options vest and become exercisable in a series of installments. The first installment, which consists of 25% of the total aggregate

(4) number of options granted, vests on January 3, 2018. The remaining options vest and become exercisable in a series of thirty-five successive equal monthly installments, beginning on February 1, 2018, with the final installment vesting on January 1, 2021.

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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