

PERCEPTIVE ADVISORS LLC
 Form 4
 October 05, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
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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 *
 PERCEPTIVE ADVISORS LLC

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)

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

51 ASTOR PLACE, 10TH FLOOR,

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

(Street)

NEW YORK, NY 10003

(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	09/24/2018		P	20,000	A	12.45	20,694,424	I	See Footnote (3)
						(1)			
Common Stock	10/03/2018		P	30,000	A	12.69	20,724,424	I	See Footnote (3)
						(2)			

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

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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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PERCEPTIVE ADVISORS LLC 51 ASTOR PLACE, 10TH FLOOR NEW YORK, NY 10003		X		
PERCEPTIVE LIFE SCIENCES MASTER FUND LTD C/O PERCEPTIVE ADVISORS LLC 51 ASTOR PLACE, 10TH FLOOR NEW YORK, NY 10003		X		
EDELMAN JOSEPH C/O PERCEPTIVE ADVISORS LLC 51 ASTOR PLACE, 10TH FLOOR NEW YORK, NY 10003		X		

Signatures

/s/ Perceptive Life Sciences Master Fund Ltd., By: Perceptive Advisors LLC, its investment manager By: Joseph Edelman, its managing member	10/04/2018
__Signature of Reporting Person	Date
/s/ Perceptive Advisors LLC, By: Joseph Edelman, its managing member	10/04/2018
__Signature of Reporting Person	Date
/s/ Joseph Edelman	10/04/2018
__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).

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(1) The transaction was executed in multiple trades at prices ranging from \$12.17 to \$12.56. The price above reflects the weighted average price. Detailed information regarding the number of shares transacted at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.

(2) The transaction was executed in multiple trades at prices ranging from \$12.64 to \$12.79. The price above reflects the weighted average price. Detailed information regarding the number of shares transacted at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.

The securities are directly held by Perceptive Life Sciences Master Fund Ltd. (the "Master Fund"). Perceptive Advisors LLC (the "Advisor") serves as the investment manager of Master Fund. Joseph Edelman is the managing member of the Advisor. Each of Mr. Edelman and the Advisor disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein, and this report shall not be deemed an admission that either Mr. Edelman or the Advisor is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. "> 1 764 1 468 296Interest and other financial receipts 97 114 -17Interest and other financial payments -29 -26 -3Taxes paid -388 -201 -187

Cash flow before working capital and provision changes 1 444 1 355 89Restructuring payments and other cash payments out of provisions -41 -47 6Change in net current assets and other operating cash flow items -241 451 -692

Cash flow from operating activities 1 162 1 759 -597

Investments in tangible fixed assets -259 -219 -40Decrease/increase in marketable securities, intangible and financial assets -1 030 167 -1 197

Cash flow used for investing activities -1 289 -52 -1 237

Cash flow used for financing activities -2 252 -1 707 -545

Translation effect on cash and cash equivalents -19 176 -195

Change in cash and cash equivalents -2 398 176 -2 574Cash and cash equivalents at 1 January 5 646 5 798 -152

Cash and cash equivalents at 31 March 3 248 5 974 -2 726

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Sales by Business Unit

First quarter (unaudited)

	Q1 2004 USD m	Q1 2003 USD m	% change USD	lc
Pharmaceuticals	4 310	3 609	19	11
Sandoz	719	761	-6	-14
OTC	498	401	24	14
Animal Health	168	157	7	-2
Medical Nutrition	258	190	36	25
Infant & Baby	349	307	14	13
CIBA Vision	337	296	14	5
Consumer Health	2 329	2 112	10	2
Total	6 639	5 721	16	8

Operating income by Business Unit

First quarter (unaudited)

	Q1 2004		Q1 2003		Change in %
	USD m	% of sales	USD m	% of sales	
Pharmaceuticals	1 246	28.9	1 100	30.5	13
Sandoz	84	11.7	112	14.7	-25
OTC	105	21.1	52	13.0	102
Animal Health	19	11.3	23	14.6	-17
Medical Nutrition	20	7.8	20	10.5	0
Infant & Baby	60	17.2	45	14.7	33
CIBA Vision	51	15.1	29	9.8	76
Divisional Management costs	-4		-4		0
Consumer Health	335	14.4	277	13.1	21
Corporate income/expense, net	-87		-26		235
Total	1 494	22.5	1 351	23.6	11

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Consolidated income statements (unaudited)

First quarter

	Pharmaceuticals Division		Consumer Health Division		Corporate		Total	
	Q1 2004 USD m	Q1 2003 USD m	Q1 2004 USD m	Q1 2003 USD m	Q1 2004 USD m	Q1 2003 USD m	Q1 2004 USD m	Q1 2003 USD m
Sales to third parties	4 310	3 609	2 329	2 112			6 639	5 721
Sales to other Divisions/Business Units	36	27	17	30	-53	-57		
Sales of Divisions/Business Units	4 346	3 636	2 346	2 142	-53	-57	6 639	5 721
Cost of goods sold	-591	-527	-1 005	-893	60	57	-1 536	-1 363
Gross profit	3 755	3 109	1 341	1 249	7	0	5 103	4 358
Marketing & Sales	-1 384	-1 235	-676	-598			-2 060	-1 833
Research & Development	-784	-689	-127	-119	-36	-35	-947	-843
General & Administration	-341	-85	-203	-255	-58	9	-602	-331
Operating income	1 246	1 100	335	277	-87	-26	1 494	1 351
Result from associated companies							31	-246
Financial income, net							28	180
Income before taxes and minority interests							1 553	1 285
Taxes							-264	-219
Minority interests							4	-3
Net income							1 293	1 063

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Notes to the interim financial report for the first three months ended 31 March 2004 (unaudited)

1. Basis of preparation

This unaudited interim financial report has been prepared in accordance with the accounting policies set out in the 2003 Annual Report and International Accounting Standard 34 on Interim Financial Reporting.

There were no significant changes in accounting policies or estimates or in any contingent liabilities from those disclosed in the 2003 Annual Report.

2. Changes in the scope of consolidation and other significant transactions

The following significant transactions were made during the three months to 31 March 2004 and in 2003:

2004

Medical Nutrition

On 13 February, the business unit completed the acquisition of Mead Johnson & Company's global adult medical nutrition business for USD 385 million in cash. These activities are included in the consolidated financial statements from this date with USD 34 million of sales being recorded in the first quarter. Based on a preliminary estimate, goodwill of USD 135 million has been recorded on this transaction.

2003

Pharmaceuticals

On 11 February, Novartis announced the completed sale of the US rights to its *Fioricet* and *Fiorinal* lines (tension headache treatments) to Watson Pharmaceuticals, Inc. for USD 178 million.

On 23 April, the urinary incontinence treatment *Enablex* (darifenacin) was acquired from Pfizer for a total of up to USD 225 million, part of which is still conditional on certain marketing approvals in the US and EU.

On 8 May, 51% of the capital stock of Idenix Pharmaceuticals Inc. was acquired for an initial payment of USD 255 million in cash. This company is included in the consolidated financial statements from this date. Goodwill of USD 297 million has been recorded on this transaction.

3. Principal currency translation rates

	Average rates Q1 2004 USD	Average rates Q1 2003 USD	Period-end rates 31 March 2004 USD	Period-end rates 31 Dec. 2003 USD	Period-end rates 31 March 2003 USD
1 CHF	0.797	0.732	0.785	0.800	0.734
1 EUR	1.250	1.073	1.226	1.247	1.083
1 GBP	1.838	1.602	1.837	1.774	1.576
100 JPY	0.931	0.841	0.960	0.935	0.839

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4. Share information

	Q1 2004	Q1 2003
Average number of shares outstanding (million)	2 464.6	2 472.9
Basic earnings per share (USD)	0.52	0.43
Diluted earnings per share (USD)	0.52	0.42
	31 March 2004	31 March 2003
Number of shares outstanding (million)	2 460.8	2 471.4
Registered share price (CHF)	53.80	50.05
ADS price (USD)	42.60	37.06
Market capitalization (USD billion)	104.0	90.8

5. Condensed consolidated change in liquidity

	Q1 2004 USD m	Q1 2003 USD m	Change USD m
Change in cash and cash equivalents	-2 398	176	-2 574
Change in marketable securities, financial debt and financial derivatives	671	-131	802
Change in net liquidity	-1 727	45	-1 772
Net liquidity at 1 January	7 289	6 972	317
Net liquidity at 31 March	5 562	7 017	-1 455

6. Free cash flow

	Q1 2004 USD m	Q1 2003 USD m	Change USD m
Cash flow from operating activities	1 162	1 759	-597
Purchase of tangible fixed assets	-259	-219	-40
Purchase of intangible assets and financial assets	-227	-395	168
Sale of tangible, intangible and financial assets	228	513	-285
Dividends	-1 968	-1 724	-244
Free cash flow	-1 064	-66	-998

7. Significant differences between IFRS and United States Generally Accepted Accounting Principles

The Group's consolidated financial statements have been prepared in accordance with IFRS, which, as applied by the Group, differs in certain significant respects from US GAAP. The effects of the application of US GAAP to net income and equity are set out in the tables below.

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For further comments regarding the nature of these adjustments please consult Note 32 of the Novartis 2003 annual report.

	Q1 2004 USD m	Q1 2003 USD m
Net income under IFRS	1 293	1 063
US GAAP adjustments:		
Purchase accounting: Ciba-Geigy	-91	-67
Purchase accounting: other acquisitions	42	-65
Purchase accounting: IFRS goodwill amortization	45	41
Available-for-sale securities and financial instruments	33	-39
Pension provisions	2	3
Share-based compensation	-15	-49
Consolidation of share-based compensation foundation	-4	-6
Deferred taxes	0	-144
In-process Research & Development arising on acquisitions	50	13
Other	19	-44
Deferred tax effect on US GAAP adjustments	-11	-1
Net income under US GAAP	1 363	705
Basic earnings per share under US GAAP (USD)	0.57	0.30
Diluted earnings per share under US GAAP (USD)	0.57	0.29

	31 March 2004 USD m	31 March 2003 USD m
Equity under IFRS	29 325	28 013
US GAAP adjustments:		
Purchase accounting: Ciba-Geigy	2 984	3 140
Purchase accounting: other acquisitions	2 850	2 942
Purchase accounting: IFRS goodwill amortization	382	196
Pension provisions	1 211	1 109
Share-based compensation	-81	-199
Consolidation of share-based compensation foundation	-691	-611
Deferred taxes	-609	-706
In-process Research & Development arising on acquisitions	-1 272	-994
Other	-74	-80
Deferred tax effect on US GAAP adjustments	-173	-157
Equity under US GAAP	33 852	32 653

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Supplementary tables: Q 1 2004 Sales of top twenty pharmaceutical products (unaudited)

Brands	Therapeutic area	US		Rest of world		Total		% change	
		USD m	% change in local currencies	USD m	% change in local currencies	USD m	in USD	in local currencies	
<i>Diovan/Co-Diovan</i>	Hypertension	335	11	398	34	733	30		22
<i>Gleevec/Glivec</i>	Chronic myeloid leukemia	75	14	276	47	351	51		37
<i>Zometax</i>	Cancer complications	146	4	105	38	251	21		15
<i>Neoral/Sandimmun</i>	Transplantation	46	-16	205	-3	251	4		-6
<i>Lamisil (group)</i>	Fungal infections	104	28	114	11	218	26		19
<i>Lotrel</i>	Hypertension	215	21	0		215	21		21
<i>Sandostatin (group)</i>	Acromegaly	88	17	113	13	201	23		15
<i>Lescol</i>	Cholesterol reduction	62	-18	111	4	173	1		-6
<i>Voltaren (group)</i>	Inflammation/pain	2	-33	144	1	146	11		0
<i>Trileptal</i>	Epilepsy	96	66	29	38	125	64		59
Top ten products total		1 169	13	1 495	20	2 664	25		17
<i>Exelon</i>	Alzheimer's disease	49	29	57	27	106	38		29
<i>Visudyne</i>	Macular degeneration	45	7	56	21	101	23		14
<i>Tegretol (incl. CR/XR)</i>	Epilepsy	25	0	68	7	93	13		5
<i>Cibacen/Lotensin/Cibadrex</i>	Hypertension	55	-29	33	1	88	-18		-21
<i>Miacalcic</i>	Osteoporosis	51	-12	35	-7	86	-7		-10
<i>Elidel</i>	Eczema	63	47	17	226	80	70		65
<i>Foradil</i>	Asthma	2	0	77	6	79	22		7
<i>Femara</i>	Breast cancer	29	53	49	18	78	39		30
<i>Leponex/Clozaril</i>	Schizophrenia	15	-40	63	7	78	3		-9
<i>Zelmac/Zelnorm</i>	Irritable bowel syndrome	58	287	10	93	68	240		233
Top twenty products total		1 561	13	1 960	18	3 521	24		16
Rest of portfolio		172	2	617	-8	789	3		6
Total		1 733	12	2 577	11	4 310	19		11

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Sales by region

First quarter (unaudited)

	Q1 2004 USD m	Q1 2003 USD m	% change USD	local currencies	Q1 2004 % of total	Q1 2003 % of total
Pharmaceuticals						
US	1 733	1 547	12	12	40	43
Rest of world	2 577	2 062	25	11	60	57
TOTAL	4 310	3 609	19	11	100	100
Sandoz						
US	226	344	-34	-35	31	45
Rest of world	493	417	18	4	69	55
Total	719	761	-6	-14	100	100
OTC						
US	129	123	5	5	26	31
Rest of world	369	278	33	19	74	69
Total	498	401	24	14	100	100
Animal Health						
US	59	51	16	16	35	32
Rest of world	109	106	3	-11	65	68
Total	168	157	7	-2	100	100
Medical Nutrition						
US	89	61	46	48	34	32
Rest of world	169	129	31	13	66	68
Total	258	190	36	25	100	100
Infant & Baby						
US	289	249	16	16	83	81
Rest of world	60	58	3	3	17	19
Total	349	307	14	13	100	100
CIBA Vision						
US	110	106	4	4	33	36
Rest of world	227	190	19	5	67	64
Total	337	296	14	5	100	100
Consumer Health						

Explanation of Responses:

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			% change			
US	902	934	-3	-4	39	44
Rest of world	1 427	1 178	21	7	61	56
TOTAL	2 329	2 112	10	2	100	100
Group						
US	2 635	2 481	6	6	40	43
Rest of world	4 004	3 240	24	10	60	57
TOTAL	6 639	5 721	16	8	100	100

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Novartis AG

Date: April 22, 2004

By: /s/ MALCOLM CHEETHAM

Name: Malcolm Cheetham
Title: Head Group Financial Reporting and Accounting

QuickLinks

SIGNATURES