FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL									
	OMB Number:	3235-0287								
Ш	Estimated average b	urden								

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>LEVIN CAPITAL STRATEGIES, L.P.</u>				2. Issuer Name <b>a</b> FLUIDIGM				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner				
(Last) 595 MADISON 17TH FLOOR	3. Date of Earlies 05/07/2018	t Transa	action	(Month/Day/Y	Officer (give title X Other (specify below)  Passive Investor							
(Street) NEW YORK NY 10022				4. If Amendment,	Date of	Origin	nal Filed (Mor	6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting Person				
(City)	(State)	(Zip	41 0	- 0		-l Di						
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)			2. Transaction	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	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock <sup>(</sup>	1)(2)		05/07/2018		P		38,730	A	\$5.5965 <sup>(10</sup>	11,196,801	I	By: Managed Accounts of Levin Capital Strategies, L.P.
Common Stock <sup>(</sup>	1)(2)		05/07/2018		P		394	A	\$5.5965 <sup>(10</sup>	90,597	I	By: Bi- Directional Disequilibrium Master Fund, Ltd. <sup>(6)</sup>
Common Stock <sup>(</sup>	1)(2)		05/07/2018		P		5,576	A	\$5.5965 <sup>(10</sup>	1,293,026	I	By: Transamerica Large Cap Value Fund <sup>(5)</sup>
Common Stock <sup>(</sup>	1)(2)		05/08/2018		P		29,277	A	\$5.4676 <sup>(11)</sup>	11,226,078	I	By: Managed Accounts of Levin Capital Strategies, L.P.
Common Stock <sup>(</sup>	1)(2)		05/08/2018		P		238	A	\$5.4676 <sup>(11)</sup>	90,835	I	By: Bi- Directional Disequilibrium Master Fund, Ltd. <sup>(6)</sup>
Common Stock <sup>(</sup>	1)(2)		05/08/2018		P		3,485	A	\$5.4676(11)	1,296,511	I	By: Transamerica Large Cap Value Fund <sup>(5)</sup>
Common Stock <sup>(</sup>	1)(2)									56,820	I	By: Levcap Alternative Fund, L.P. <sup>(7)</sup>
Common Stock <sup>(</sup>	1)(2)									19,818	I	By: Safinia Partners, L.P.
Common Stock <sup>(</sup>	1)(2)									5,000	I	By: Spouse of John A. Levin <sup>(9)</sup>
		Tah	le II - Derivativ	ve Securities	Acaui	red	Disnosed	of or	Reneficia	lly 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 Ta Date (Month/Day/Year)	He Premberiva Execution Date, if any (e.g., p (Month/Day/Year)	tive S Transa Wiscle <sup>(1</sup>	ecu action (asis	ritfesu of Secur Acqu (A) or Dispo of (D) (Instr	rities ired sed . 3, 4	uifeRttgFxspissetPof, Expiration Date , <b>ஸ்.ப்லந்</b> து vertib		Of Beneficiall Amount of Security ities) Underlying Derivative Security (Instr. 3 and 4)		y8 <b>0</b> 7749 <b>eti</b> Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial <del>Ownership</del> (Instr. 4)
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. Transa Code 8) Code	Instr.	5. Nu of	nber ative ities ired (D)	6. Date Exerc Expiration Da (Month/Day/) Date Exercisable	te	Securi Underl Deriva	t Annount	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
		Reporting Person* L STRATEG	<u>IES, L.P.</u>			of (D) (Instr and 5	3, 4			unu 4)			Transaction(s) (Instr. 4)		
(Last)	l     DISON AVI	(First)	(Middle)	Code		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
17TH FL	•	TIVOE		Couc	+	100	(5)	Exercisable	Laure		Onares				
(Street) NEW YO	ORK	NY	10022		_										
(City)		(State)	(Zip)		-										
		Reporting Person* rategies GP, I	LC												
(Last) 595 MAI 17TH FL	DISON AVI	(First) ENUE	(Middle)												
(Street) NEW Y	ORK	NY	10022		_										
(City)		(State)	(Zip)		_										
		Reporting Person* isequilibrium	ı Master Fund	l, Ltd	<u>.                                    </u>										
(Last) 595 MAI 17TH FL	DISON AVI	(First)	(Middle)												
(Street)		NIV	10022		-										

10022

(Zip)

(Middle)

10022

(Zip)

(Middle)

10022

(Zip)

**NEW YORK** 

LCS, LLC

17TH FLOOR

**NEW YORK** 

(City)

(Last)

(Street)

(City)

(Last)

(Street)
NEW YORK

(City)

17TH FLOOR

NY

(State)

(First)

NY

(State)

(First)

 $\mathbf{N}\mathbf{Y}$ 

(State)

1. Name and Address of Reporting Person\*

<u>Levcap Alternative Fund, L.P.</u>

595 MADISON AVENUE

1. Name and Address of Reporting  $\mathsf{Person}^\star$ 

595 MADISON AVENUE

1. Name and Address of Reporting Person*  LCS Event Partners, LLC								
(Last) 595 MADISON AV 17TH FLOOR	(First) YENUE	(Middle)						
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
Name and Address of Safinia Partners								
(Last) 595 MADISON AV 17TH FLOOR	(First) YENUE	(Middle)						
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of LCS L/S, LLC	f Reporting Person*							
(Last) 595 MADISON AV 17TH FLOOR	(First) ENUE	(Middle)						
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of LEVIN JOHN A								
(Last) 595 MADISON AV 17TH FLOOR	(First) ZENUE	(Middle)						
(Street) NEW YORK	NY	10020						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. This Form 4 is filed jointly by Levin Capital Strategies, L.P. ("LCS"), Levin Capital Strategies GP, LLC ("LCS GP"), Bi-Directional Disequilibrium Master Fund, Ltd. ("BDD")(formerly known as Levin Capital Trilogy Master Fund, Ltd.), LCS, LLC ("LCSL"), Levcap Alternative Fund, L.P. ("Levcap"), LCS Event Partners, LLC ("LCSEP"), Safinia Partners, L.P. ("Safinia"), LCS L/S, LLC ("LCSLS"), and John A. Levin (collectively, the "Reporting Persons"). The Reporting Persons are passive investors in the Issuer and are voluntarily filing this Form 4 as a result of acquiring over 20% of the Issuer's outstanding shares of Common Stock. The Reporting Persons have not acquired the shares with a purpose or effect of changing or influencing control of the Issuer.
- 2. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be construed as an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any of the securities reported herein under Section 16 or otherwise. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that are not directly owned by such Reporting Person, except to the extent of their pecuniary interest therein.
- 3. Shares held in certain separately managed accounts (the "Managed Accounts"). LCS, as the investment manager to the Managed Accounts, may be deemed to beneficially own such shares. LCS does not have a reportable pecuniary interest under Section 16a-1(a)(2) of the Exchange Act in the shares held in the Managed Accounts, as LCS receives an asset-based management fee for serving as investment manager to the Managed Accounts, except that with respect to 127,460 shares held in the Managed Accounts, LCS receives a performance-based incentive fee. The performance-based incentive fee LCS receives also does not constitute a reportable pecuniary interest under Section 16a-1(a)(2) of the Exchange Act, as such fee is based on the performance of the overall account, over a period of one year or more, and the shares of the Issuer held in such accounts constitute no more than 10% of the market value thereof.
- 4. For the reasons set forth in footnote 3, none of LCS GP, BDD, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held in the Managed Accounts.
- 5. Shares held by the separate managed account Transamerica Large Cap Value Fund ("Transamerica"). LCS, as the sub-investment advisor to Transamerica, may be deemed to share voting and dispositive power over the shares held by Transamerica. LCS receives an asset-based management fee for serving as sub-investment advisor to Transamerica. Accordingly, LCS does not have a reportable pecuniary interest in the shares held by Transamerica. In addition, none of LCS GP, BDD, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held by Transamerica.
- 6. Shares owned directly by BDD. LCSL, as the general partner of the domestic feeder fund which owns a controlling interest in BDD, may be deemed to share voting and dispositive power over the shares owned directly by BDD. LCS, as the investment advisor of BDD, may be deemed to share voting and dispositive power over the shares owned directly by BDD. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by BDD.
- 7. Shares owned directly by Levcap. LCSEP, as the general partner of Levcap, may be deemed to share voting and dispositive power over the shares owned directly by Levcap. LCS, as the investment advisor of Levcap, may be deemed to share voting and dispositive power over the shares owned directly by Levcap. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Levcap.
- 8. Shares owned directly by Safinia. LCSLS, as the general partner of Safinia, may be deemed to share voting and dispositive power over the shares owned directly by Safinia. LCSL, as the investment advisor of Safinia, may be deemed to share voting and dispositive power over the shares owned directly by Safinia. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Safinia.
- 9. Shares owned directly by the spouse of Mr. Levin. Mr. Levin has investment discretion over such shares.
- 10. The price reported is a weighted average price. The reported shares were purchased in multiple transactions at prices ranging from \$5.46 to \$5.70. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote 10.

11. The price reported is a weighted average price. The reported shares were purchased in multiple transactions at prices ranging from \$5.45 to \$5.48. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote 11.

Levin Capital Strategies, L.P.; By: /s/ John A. Levin, Chief 05/09/2018 **Executive Officer** Levin Capital Strategies GP, LLC; By: John A. Levin 2005 05/09/2018 GRAT Separation Trust; By: /s/ Elisabeth Levin, Trustee Bi-Directional Disequilibrium Master Fund, Ltd.; By: LCS, 05/09/2018 LLC; By: /s/ John A. Levin, Managing Member LCS, LLC; By: /s/ John A. 05/09/2018 Levin, Managing Member Levcap Alternative Fund, L.P.; By: LCS Event Partners, LLC; 05/09/2018 By: /s/ John A. Levin, Managing Member LCS Event Partners, LLC; By: 05/09/2018 /s/ John A. Levin, Managing Member Safinia Partners, L.P.; By: LCS L/S, LLC; By: /s/ John A. 05/09/2018 Levin, Managing Member LCS L/S, LLC; By: /s/ John A. 05/09/2018 Levin, Managing Member /s/ John A. Levin 05/09/2018 \*\* Signature of Reporting Person

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).