FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | |
|--------------------------|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | |
| Estimated average burden | | | | | |
| hours per response: 0.5 | | | | | |

| | ss of Reporting Perso | | 2. Issuer Name and Ticker or Trading Symbol FLUIDIGM CORP [FLDM] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---------------------------------------|-----------------------|----------|--|---|------------------------------|---------|------------------|--|--|
| <u>LEVIN CAPITAL STRATEGIES, L.P.</u> | | | | | Director | Х | 10% Owner | | |
| | | | | | Officer (give title | х | Other (specify | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | | below) | | |
| 595 MADISON AVENUE | | | 05/03/2018 | | Passive I | or | | | |
| 17TH FLOOR | | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group F | iling (| Check Applicable | | |
| NEW YORK | NY | 10022 | | | Form filed by One F | Report | ing Person | | |
| | | | | x | Form filed by More Person | than C | One Reporting | | |
| (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. Transactior Code (Instr 8) | | | | | 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 ⁽¹⁾⁽²⁾ | 05/03/2018 | | Р | | 2,405 | A | \$5.85 | 11,081,432 | I | By: Managed Accounts of Levin Capital Strategies, L.P. (3)(4) |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 23,299 | A | \$5.6724 ⁽¹⁰⁾ | 11,104,731 | I | By: Managed Accounts of Levin Capital Strategies, L.P. (3)(4) |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 53,340 | A | \$5.69 | 11,158,071 | I | By: Managed Accounts of Levin Capital Strategies, L.P. (3)(4) |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 255 | A | \$5.6724(10) | 89,618 | I | By: Bi- Directional Disequilibrium Master Fund, Ltd. ⁽⁶⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 585 | A | \$5.69 | 90,203 | I | By: Bi- Directional Disequilibrium Master Fund, Ltd. ⁽⁶⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 3,746 | A | \$5.6724 ⁽¹⁰⁾ | 1,278,875 | I | By: Transamerica Large Cap Value Fund ⁽⁵⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | 05/04/2018 | | Р | | 8,575 | A | \$5.69 | 1,287,450 | I | By: Transamerica Large Cap Value Fund ⁽⁵⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | | | | | | | | 56,820 | I | By: Levcap Alternative Fund, L.P. ⁽⁷⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | | | | | | | | 19,818 | I | By: Safinia Partners, L.P. ⁽⁸⁾ |
| Common Stock ⁽¹⁾⁽²⁾ | | | | | | | | 5,000 | I | By: Spouse of John A. Levin ⁽⁹⁾ |

| | | Ta | able II - Deriva (e.g., p | | | | | | iired, Disp options, o | | | | | | | |
|---|---|---|---|---|------------|---------------|-----|-----|--|--------------------|---|--|---|--|--|--|
| 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) | | tion Istr. | | | 6. Date Exerc Expiration Da (Month/Day/N | ate | 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Cod | le | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| | 1. Name and Address of Reporting Person* <u>LEVIN CAPITAL STRATEGIES, L.P.</u> | | | | | | | | | | | | | | | |
| (Last) 595 MAI 17TH FL | DISON AV | (First) ENUE | (Middle) | | | - | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10022 | | | - | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | - | | | | | | | | | | |
| | | Reporting Person* | | | | | | | | | | | | | | |
| Levin C | <u>Capital St</u> | <u>rategies GP, I</u> | <u>LLC</u> | | | | | | | | | | | | | |
| (Last) 595 MAI 17TH FL | DISON AVI | (First) ENUE | (Middle) | | | | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10022 | | | _ | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | | | | | | | | | | | |
| | | Reporting Person [*] Disequilibrium | <u>ı Master Func</u> | <u>l, L</u> | <u>td.</u> | | | | | | | | | | | |
| (Last) 595 MAI 17TH FL | DISON AVI LOOR | (First) ENUE | (Middle) | | | _ | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10022 | | | _ | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | _ | | | | | | | | | | |
| 1. Name ar LCS, L | | Reporting Person [*] | | | | | | | | | | | | | | |
| (Last) 595 MAI 17TH FL | DISON AVI .OOR | (First) ENUE | (Middle) | | | | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10022 | | | - | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | | | | | | | | | | | |
| | 1. Name and Address of Reporting Person [*] Levcap Alternative Fund, L.P. | | | | | | | | | | | | | | | |
| (Last) 595 MAI 17TH FL | DISON AVI LOOR | (First) ENUE | (Middle) | | | _ | | | | | | | | | | |
| (Street) NEW YC | ORK | NY | 10022 | | | | | | | | | | | | | |

| (City) | (State) | (Zip) | | | | | |
|---|---------------------------------|----------|--|--|--|--|--|
| 1. Name and Address of Reporting Person [*] LCS Event Partners, LLC | | | | | | | |
| (Last) 595 MADISON AV 17TH FLOOR | (First) ENUE | (Middle) | | | | | |
| (Street) NEW YORK | NY | 10022 | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address o Safinia Partners | | | | | | | |
| (Last) 595 MADISON AV 17TH FLOOR | (First) ENUE | (Middle) | | | | | |
| (Street) NEW YORK | NY | 10022 | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address o | f Reporting Person [*] | | | | | | |
| (Last) 595 MADISON AV 17TH FLOOR | (First) 'ENUE | (Middle) | | | | | |
| (Street) NEW YORK | NY | 10022 | | | | | |
| (City) | (State) | (Zip) | | | | | |
| 1. Name and Address o | | | | | | | |
| (Last) 595 MADISON AV 17TH FLOOR | (First) ENUE | (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. LCS, 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 \$5.53 to \$5.69. 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.

| <u>Levin Capital Strategi</u> <u>By: /s/ John A. Levin,</u> <u>Executive Officer</u> | |
|---|--|
| <u>Levin Capital Strategi</u> <u>LLC; By: John A. Lev</u> <u>GRAT Separation Trust</u> <u>Elisabeth Levin, Trust</u> | <u>rin 2005</u> <u>st; By: /s/</u> 05/07/2018 |
| <u>Bi-Directional Disequ</u> <u>Master Fund, Ltd.; By</u> <u>LLC; By: /s/ John A. I</u> <u>Managing Member</u> | <u>: LCS</u> , 05/07/2018 |
| <u>LCS, LLC; By: /s/ Joh</u> Levin, Managing Men | 05/07/2018 |
| <u>Levcap Alternative Fu</u> <u>By: LCS Event Partne</u> <u>By: /s/ John A. Levin,</u> <u>Managing Member</u> | |
| <u>LCS Event Partners, L</u> /s/ John A. Levin, Mar <u>Member</u> | |
| <u>Safinia Partners, L.P.;</u> <u>L/S, LLC; By: /s/ Johr</u> <u>Levin, Managing Men</u> | n A. <u>05/07/2018</u> |
| <u>LCS L/S, LLC; By: /s/</u> Levin, Managing Men | |
| /s/ John A. Levin | <u>05/07/2018</u> |
| ** Signature of Reporting F | 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.

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.