(Last)

17TH FLOOR

(First)

595 MADISON AVENUE

(Middle)

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

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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*  LEVIN CAPITAL STRATEGIES, L.P.				2. Issuer Name and Ticker or Trading Symbol FLUIDIGM CORP [ FLDM ]								S. Relationship of Reporting Person(s) to Issuer (Check all applicable)      Director							
(Last) (First) (Middle) 595 MADISON AVENUE 17TH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 07/12/2018															
(Street) NEW YORK NY 10022			4. If Amendment, Date of Original Filed (Month/Day/Year)								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)																			
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transaction Date					2A. Deemed Execution Date,			3.	aired,	Disposed of, or Benefic  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities		6. Ownership Form: Direct		7. Nature of Indirect Beneficial		
(Month/Day/Yea						Code (Instr. 8)		5)			Beneficially Owned Following Reported		(D) or Indirect (I) (Instr. 4)		Ownership (Instr. 4)				
			_		_			Code	· V	Amount	(1	A) or D)	Price	Transaction( (Instr. 3 and	(s) 4)		_		
Common S	Stock <sup>(1)(2)</sup>		07	7/12/2018				P		54		A	\$6.2699	11,697,5	36	I		Accor Levin	fanaged unts of Capital gies, L.P.
Common !	Stock <sup>(1)(2)</sup>													95,606	6	I		_	tional uilibrium er Fund,
Common (	Stock <sup>(1)(2)</sup>													1,305,2	69	I		Large	america Cap Fund <sup>(5)</sup>
Common !	Stock <sup>(1)(2)</sup>													56,820	)	I		Alteri	evcap native L.P. <sup>(7)</sup>
Common !	Stock <sup>(1)(2)</sup>													19,818	3	I			afinia ers, L.P.
Common S	Stock <sup>(1)(2)</sup>													5,000		I		By: S John Levin	
		Та		Derivativ (e.g., put										ly Owned					
1. Title of 2. 3. Transaction Date Execution Date, Security or Exercise (Month/Day/Year)		med 4. on Date, Tr	sansaction of Deriv Secu Acqu (A) o Disp of (D (Instr.		5. Numl	ber 6. Date E Expiration (Month/D		kercisable and		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)  (Instr. 5)  8. Price of deriv Security Follo Own Follo Repo		urities Form eficially Direct ed or Inc owing (I) (Inc orted saction(s)		ership n: ct (D) direct Beneficial Ownership direct nstr. 4)			
				Co	ode	v	(A) (I		ate xercisal		ration	Title	Amount or Number of Shares						
1. Name and Address of Reporting Person*  LEVIN CAPITAL STRATEGIES, L.P.																			

	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Person*  1 Strategies GP, L	<u>LC</u>
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Person* al Disequilibrium	Master Fund, Ltd.
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Person* native Fund, L.P.  (First)	(Middle)
595 MADISON 17TH FLOOR	AVENUE	
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addre  LCS Event P	ss of Reporting Person* artners, LLC	
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
(City)	ss of Reporting Person*	
	<u>ers, L.P.</u>	
1. Name and Addre	(First)	(Middle)
1. Name and Addres Safinia Partn  (Last) 595 MADISON	(First)	(Middle)
1. Name and Addre Safinia Partn (Last) 595 MADISON 17TH FLOOR (Street)	(First) AVENUE	
1. Name and Addre Safinia Partn (Last) 595 MADISON 17TH FLOOR (Street) NEW YORK (City)	(First) AVENUE  NY  (State) ss of Reporting Person*	10022

17TH FLOOR								
(Street)								
NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*								
<u>LEVIN JOHN A</u>								
(Last)	(First)	(Middle)						
595 MADISON AVENUE								
17TH FLOOR								
(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.), 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, 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, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held by Transamerica.
- 6. 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.
- $9. \ Shares \ owned \ directly \ by \ the \ spouse \ of \ Mr. \ Levin. \ Mr. \ Levin \ has \ investment \ discretion \ over \ such \ shares.$

Levin Capital Strategies, L.P.; By: /s/ John A. Levin, Chief 07/16/2018 **Executive Officer** Levin Capital Strategies GP, LLC; By: John A. Levin 2005 07/16/2018 GRAT Separation Trust; By: /s/ Elisabeth Levin, Trustee Bi-Directional Disequilibrium Master Fund, Ltd.; By: LCS; 07/16/2018 By: /s/ John A. Levin, Managing Member Levcap Alternative Fund, L.P.; By: LCS Event Partners, LLC; 07/16/2018 By: /s/ John A. Levin, Managing Member LCS Event Partners, LLC; By: /s/ John A. Levin, Managing 07/16/2018 Member Safinia Partners, L.P.; By: LCS L/S, LLC; By: /s/ John A. 07/16/2018 vin, Managing Member LCS L/S, LLC; By: /s/ John A. 07/16/2018 Levin, Managing Member /s/ John A. Levin 07/16/2018 \*\* Signature of Reporting 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.