(Street) **NEW YORK** 

(City)

NY

(State)

10019

(Zip)

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
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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

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

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>Casdin Partners Master Fund, L.P.</u>				2. Issuer Name and Ticker or Trading Symbol STANDARD BIOTOOLS INC. [ LAB ]							Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner								
(Last) 1350 AV SUITE 2	ENUE OF	irst) (I	Middle)	0:	Date of Earliest Transaction (Month/Day/Year)     05/15/2024      4. If Amendment, Date of Original Filed (Month/Day/Year)								ar)	Officer (give title Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW YO		Y 1	0019								-t' l	-1' 1	Form filed by Y Person				One Reporting Person  More than One Reporting		
(City)	(S	tate) (2	Zip)	.   F	Rule 10b5-1(c) Transa  Check this box to indicate that a transatisfy the affirmative defense conditions.					nsaction was	made r	oursuant to	a cor struct	ntract, instri ion 10.	uction or w	ritten pl	an that is i	ntended to	
		Table	I - Non-Deriva	ativ	e Se	cur	rities A	Acq	uired	l, Di	sposed (	of, or	Benefi	cial	ly Own	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	1	2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)		on C	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and		d (A) or		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)		
								Cod	de V	Δ	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(
Common	Stock		05/15/202	4				P			500,000	A	\$2.565	1 <sup>(1)</sup>	44,52	3,749		I	See footnote.
Common	Stock		05/16/202	4				P			500,000	A	\$2.541	9(3)	45,02	3,749		I	See footnote.
Common	ommon Stock 05/17/2024		4			P			352,072	A	\$2.562	21(4)	45,375,821			I	See footnote.		
Common	Stock									T					13,93	9,637		I	See footnote.
Common	Stock														103	,556	Ι	<b>)</b> <sup>(6)</sup>	
Common	Stock														2,74	4,219		I	See footnote.
Common	on Stock													1,200,000		I		See footnote.	
Common Stock														7,548,000				See footnote.	
		Tal	ole II - Derivat (e.g., p								posed of converti				Owne	d			
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. Tra Co 8)	nsacti de (Ins	ion str.	5. Num of Derivat Securit Acquire (A) or Dispos of (D) (Instr. 3 and 5)	Expiration Day/Y (Month/Day/Y				ount of urities lerlying ivative urity (Inst	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indire (I) (Instr.	Benefic Owner (Instr.	
				Co	de V	,	(A) (	D)	Date Exerci	isable	Expiratio Date	n Title	Amour or Number of Shares	r					
		f Reporting Person*  Master Fund,	L.P.																
(Last) 1350 AV SUITE 2		(First) THE AMERICA	(Middle)																

Casdin Eli	of Reporting Person	
(Last) 1350 AVENUE OI SUITE 2600	(First) F THE AMERICAS	(Middle)
(Street) NEW YORK	NY	10019
(City)	(State)	(Zip)
1. Name and Address <u>Casdin Capital</u>		
(Last) 1350 AVENUE OI SUITE 2600	(First) F THE AMERICAS	(Middle)
(Street) NEW YORK	NY	10019
(City)	(State)	(Zip)
1. Name and Address <u>Casdin Partners</u>		
(Last) 1350 AVENUE OI SUITE 2600	(First) F THE AMERICAS	(Middle)
(Street) NEW YORK	NY	10019
(City)	(State)	(Zip)
1. Name and Address		
1. Name and Address <u>Casdin Private</u> (Last)	of Reporting Person*	
1. Name and Address  Casdin Private  (Last)  1350 AVENUE OI	of Reporting Person*  Growth Equity F  (First)  F THE AMERICAS	Fund II, L.P.
1. Name and Address  Casdin Private  (Last)  1350 AVENUE OI  SUITE 2600  (Street)	of Reporting Person*  Growth Equity F  (First)  F THE AMERICAS	Yund II, L.P.  (Middle)
1. Name and Address  Casdin Private  (Last)  1350 AVENUE OI  SUITE 2600  (Street)  NEW YORK  (City)  1. Name and Address	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State)	(Middle)  10019 (Zip)
1. Name and Address  Casdin Private  (Last)  1350 AVENUE OI  SUITE 2600  (Street)  NEW YORK  (City)  1. Name and Address  Casdin Private  (Last)	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person*	Fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)
1. Name and Address  Casdin Private  (Last)  1350 AVENUE OI  SUITE 2600  (Street)  NEW YORK  (City)  1. Name and Address  Casdin Private  (Last)	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,	Fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)
1. Name and Address  Casdin Private  (Last) 1350 AVENUE OI SUITE 2600  (Street) NEW YORK  (City) 1. Name and Address Casdin Private  (Last) 1350 AVENUE OI	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,	fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)  SUITE 2600
1. Name and Address  Casdin Private  (Last) 1350 AVENUE OI SUITE 2600  (Street) NEW YORK  (City)  1. Name and Address Casdin Private  (Last) 1350 AVENUE OI (Street) NEW YORK  (City)  1. Name and Address	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,  NY  (State)	Fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)  SUITE 2600  10019  (Zip)
1. Name and Address  Casdin Private  (Last) 1350 AVENUE OI SUITE 2600  (Street) NEW YORK  (City) 1. Name and Address Casdin Private  (Last) 1350 AVENUE OI (Street) NEW YORK  (City) 1. Name and Address Casdin Private  (Last) 1. Name and Address Casdin Private	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,  NY  (State) of Reporting Person*	Fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)  SUITE 2600  10019  (Zip)
1. Name and Address  Casdin Private  (Last) 1350 AVENUE OI SUITE 2600  (Street) NEW YORK  (City)  1. Name and Address Casdin Private  (Last) 1350 AVENUE OI  (Street) NEW YORK  (City)  1. Name and Address Casdin Private  (Last) 1350 AVENUE OI  1. Name and Address Casdin Private	of Reporting Person* Growth Equity F  (First) F THE AMERICAS  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,  NY  (State) of Reporting Person* Growth Equity F  (First) F THE AMERICAS,	Fund II, L.P.  (Middle)  10019  (Zip)  Fund II GP, LLC  (Middle)  SUITE 2600  10019  (Zip)  Fund, L.P.

1. Name and Address of Reporting Person* <u>CASDIN PRIVATE GROWTH EQUITY</u> <u>FUND GP, LLC</u>									
(Last) 1350 AVENUE O SUITE 2600	(First) (Middle) AVENUE OF THE AMERICAS TE 2600								
(Street) NEW YORK	NY	10019							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* <u>Casdin Partners FO1-MSV, LP</u>									
(Last)	(First)	(Middle)							
C/O CASDIN PARTNERS GP, LLC									
1350 AVENUE O	F THE AMERICAS	, SUITE 2600							
(Street) NEW YORK	NY	10019							
(City)	(State)	(Zip)							

## **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were bought in multiple transactions within the range of \$2.5473 to \$2.58. The Reporting Person undertakes 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 bought at each separate price within the range set forth in this footnote.
- 2. The securities are owned directly by Casdin Partners Master Fund, L.P. (the "Master Fund") and may be deemed to be indirectly beneficially owned by (i) Casdin Capital, LLC, the investment adviser to the Master Fund ("Casdin"), (ii) Casdin Partners GP, LLC, the general partner of the Master Fund (the "GP"), and (iii) Eli Casdin, the managing member of Casdin and the GP.
- 3. The price reported in Column 4 is a weighted average price. These shares were bought in multiple transactions within the range of \$2.5381 to \$2.5429. The Reporting Person undertakes 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 bought at each separate price within the range set forth in this footnote.
- 4. The price reported in Column 4 is a weighted average price. These shares were bought in multiple transactions within the range of \$2.5381 to \$2.5798. The Reporting Person undertakes 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 bought at each separate price within the range set forth in this footnote.
- 5. The securities are owned directly by Casdin Private Growth Equity Fund II, L.P. (the "Equity Fund II") and may be deemed to be indirectly beneficially owned by (i) Casdin, the investment adviser to the Equity Fund II, and (ii) Eli Casdin, the managing member of Casdin.
- 6. The securities are owned directly by Eli Casdin.
- 7. The securities are owned directly by Casdin Private Growth Equity Fund, L.P. (the "Equity Fund") and may be deemed to be indirectly beneficially owned by (i) Casdin, the investment adviser to the Equity Fund, and (ii) Eli Casdin, the managing member of Casdin.
- 8. The securities are owned directly by Casdin Partners FO1-MSV, LP ("Casdin FO1") and may be deemed to be indirectly beneficially owned by (i) Casdin, the investment adviser to Casdin FO1, (ii) the GP, the general partner of Casdin FO1, and (iii) Eli Casdin, the managing member of Casdin Capital, LLC and Casdin Partners GP, LLC.
- 9. The securities are owned directly by CMLS Holdings II LLC ("CMLS Holdings II"). The Board of Managers of CMLS Holdings II includes Eli Casdin, who, as a member of the Board of Managers of CMLS Holdings II, shares voting and investment discretion with respect to the common stock held by CMLS Holdings II.

## Remarks:

Eli Casdin has been deputized to represent the Reporting Persons on the board of directors of the Issuer. By virtue of Mr. Casdin's representation, for purposes of Section 16 of the Securities Exchange Act of 1934 (the "Exchange Act"), each of the Reporting Persons may be deemed directors by deputization of the Issuer. Each Reporting Person disclaims beneficial ownership in the securities reported on this Form 4 except to the extent of its pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Casdin Partners Master Fund, LP, By: Casdin Partners GP, LLC, its General Partner, By: 05/17/2024 /s/ Eli Casdin, Managing Member /s/ Eli Casdin, Eli Casdin 05/17/2024 Casdin Capital LLC By: /s/ Eli 05/17/2024 Casdin, Managing Member Casdin Partners GP LLC, By: /s/ Eli Casdin, Managing 05/17/2024 Member, /s/ Eli Casdin, Eli Casdin Casdin Private Growth Equity Fund II, L.P., By: Casdin Private Growth Equity Fund II 05/17/2024 GP, LLC, its General Partner, By: /s/ Eli Casdin, Managing Member Casdin Private Growth Equity Fund GP II, LLC, By: /s/ Eli Casdin, Managing Member, /s/ Eli Casdin, Eli Casdin Casdin Private Growth Equity Fund, L.P., By: Casdin Private Growth Equity Fund GP, LLC, 05/17/2024 its General Partner, By: /s/ Eli Casdin, Managing Member

Casdin Private Growth Equity

<u>Fund, GP, LLC, By: /s/ Eli</u> <u>05/17/2024</u>

Casdin, Managing Member

<u>Casdin Partners FO1-MSV,</u> <u>LP, By: Casdin Partners GP,</u>

LLC, its General Partner, By: 05/17/2024

/s/ Eli Casdin, Managing

Member

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.