(Last)

(Street)
NEW YORK

17TH FLOOR

(First)

NY

595 MADISON AVENUE

(Middle)

10022

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(h)

## 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	11 30(11) 01	uie iiive	Sunen	t Company A	Ct OI 194	+0							
1. Name and Address of Reporting Person* <u>LEVIN CAPITAL STRATEGIES</u> , <u>L.P.</u>		2. Issuer Name <b>and</b> Ticker or Trading Symbol FLUIDIGM CORP [ FLDM ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner						
(Last) (First) (Middle) 595 MADISON AVENUE 17TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 10/25/2017				Officer (give title X Other (specify below)  Passive Investor									
(Street) NEW YORK NY 10022  (City) (State) (Zip)	4. If Amer	ndment, Da	ate of O	riginal	Filed (Month/	Day/Yea	ar)	Line	e) Form	filed by	One Re	porting F	ck Applicable Person Reporting	
Table I - Non-Deriv	ative Sec	ritios	V carr	irod	Dienoeed	of or	Renefic	ciall	v Owne	vd				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye	2A. Dee Execution	med	3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5			5. Amount of		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	- 1-	Transaction (Instr. 3 and	n(s) d 4)			(our .)	
Common Stock <sup>(1)(2)</sup> 10/25/201	7		P		4,227	A	\$5.4215	<b>5</b> (9)	10,460,	,407	I		By: Managed Accounts of Levin Capital Strategies, L.P. <sup>(3)(4)</sup>	
Common Stock <sup>(1)(2)</sup>									1,161,	226	I		By: Transamerica Large Cap Value Fund <sup>(5)</sup>	
Common Stock <sup>(1)(2)</sup>									82,88	34	I		By: Levin Capital Trilogy Master Fund, Ltd. <sup>(6)</sup>	
Common Stock <sup>(1)(2)</sup>									56,82	20	I		By: Levcap Alternative Fund, L.P. <sup>(7)</sup>	
Common Stock <sup>(1)(2)</sup>									<b>19,8</b> 1	18	I		By: Safinia Partners, L.P.	
Table II - Derivat (e.g., pi					sposed of				Owned					
Title of erivative curity nstr. 3)  2. Conversion or Exercise Price of Derivative Security  Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  33. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  4. Transaction Code (Instr. 8)  Security  5. Number of Derivative Security  (Month/Day/Year)  (Month/Day/Year)		5. Numb	Der 6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Ti Amo Seci Und Deri Seci	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative OSecurities FBeneficially Owned O		10. Owners Form: Direct (I or Indire (I) (Instr	m: Beneficial Ownership Indirect (Instr. 4)	
Name and Address of Reporting Person*	Code V	(A) (C	Da Ex	ite ercisab	Expiratio Date	n Title	Number of							
LEVIN CAPITAL STRATEGIES, L.P.														

(City)	(State)	(Zip)
	ss of Reporting Person*  I Strategies GP, L	IC
Leviii Capital	i 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*  I Trilogy Master	Fund, Ltd.
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Person <sup>*</sup>	
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
	ss of Reporting Person <sup>*</sup> native Fund, L.P.	
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address	ss of Reporting Person*	
(Last) 595 MADISON 17TH FLOOR	(First) AVENUE	(Middle)
(Street) NEW YORK	NY	10022
(City)	(State)	(Zip)
1. Name and Address	ss of Reporting Person*	
(Last) 595 MADISON	(First) AVENUE	(Middle)

NEW YORK	IN Y	10022	
(City)	(State)	(Zip)	
1. Name and Address LCS L/S, LL	ss of Reporting Person*		
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
NEW YORK	NY	10022	
(City)	(State)	(Zip)	
1. Name and Addres	ss of Reporting Person*		
LEVIN JOHN	<u>N A</u>		
(Last)	(First)	(Middle)	
595 MADISON	AVENUE		
17TH FLOOR			
(Street)			
	NIX	10020	
NEW YORK	IN Y	10020	

10022

## **Explanation of Responses:**

(Street)

- 1. This Form 4 is filed jointly by Levin Capital Strategies, L.P. ("LCS"), Levin Capital Strategies GP, LLC ("LCS GP"), Levin Capital Trilogy Master Fund, Ltd. ("Trilogy"), 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, Trilogy, 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 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, Trilogy, LCSL, Levcap, LCSEP, Safinia, LCSLS and Mr. Levin have a reportable pecuniary interest in the shares held by Transamerica.
- 6. Shares owned directly by Trilogy. LCSL, as the general partner of the domestic feeder fund which owns a controlling interest in Trilogy, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy. LCS, as the investment advisor of Trilogy, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy. Mr. Levin, as the Chief Executive Officer of LCS, may be deemed to share voting and dispositive power over the shares owned directly by Trilogy.
- 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. The price reported is a weighted average price. The reported shares were purchased in multiple transactions at prices ranging from \$5.38 to \$5.45. 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?

Levin Capital Strategies, L.P.; By: /s/ John A. Levin, Chief 10/27/2017 **Executive Officer** Levin Capital Strategies GP, LLC; By: John A. Levin 2005 10/27/2017 GRAT Separation Trust; By: /s/ Elisabeth Levin, Trustee Levin Capital Trilogy Master Fund, Ltd.; By: LCS, LLC; By: 10/27/2017 /s/ John A. Levin, Managing Member LCS, LLC; By: /s/ John A. 10/27/2017 Levin, Managing Member Levcap Alternative Fund, L.P.; By: LCS Event Partners, LLC; 10/27/2017 By: /s/ John A. Levin, Managing Member LCS Event Partners, LLC; By: /s/ John A. Levin, Managing 10/27/2017 Member Safinia Partners, L.P.; By: LCS 10/27/2017

L/S, LLC; By: /s/ John A. Levin, Managing Member

LCS L/S, LLC; By: /s/ John A. 10/27/2017 Levin, Managing Member

/s/ John A. Levin

10/27/2017

\*\* 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).