

FLUIDIGM CORP
Form 4
February 23, 2015

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
COLELLA SAMUEL D

(Last) (First) (Middle)

**C/O VERSANT VENTURES, 3000
SAND HILL ROAD, #4-210**

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FLUIDIGM CORP [FLDM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/19/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	Price		Colella Family Partners, L.P ⁽¹⁾
Common Stock	02/19/2015		M	3,200 A	\$ 16	22,873	D
Common Stock	02/19/2015		M	12,000 A	\$ 14	34,873	D
Common Stock	02/19/2015		M	12,000 A	\$ 13.08	46,873	D
	02/19/2015		M	8,670 A	\$ 8.3732	55,543	D

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Common
Stock

Common Stock	02/19/2015	M	2,970	A	\$ 4.4461	58,513	D
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Common Stock	02/19/2015	S	38,840 (2)	D	\$ 38.9734 (2)	19,673	D
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Common Stock	02/20/2015	M	5,700	A	\$ 4.4461	25,373	D
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Common Stock	02/20/2015	S	5,700 (3)	D	\$ 38.9208 (3)	19,673	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially 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 Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16	02/19/2015		M		3,200		<u>(4)</u>	06/06/2023	Common Stock	3,200
Employee Stock Option (Right to Buy)	\$ 14	02/19/2015		M		12,000		<u>(5)</u>	05/16/2022	Common Stock	12,000
Employee Stock Option (Right to	\$ 13.08	02/19/2015		M		12,000		<u>(6)</u>	09/07/2021	Common Stock	12,000

Buy)

Employee
Stock

Option	\$ 8.3732	02/19/2015	M	8,670	<u>(7)</u>	01/06/2021	Common Stock	8,670
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(Right to
Buy)

Employee
Stock

Option	\$ 4.4461	02/19/2015	M	2,970	<u>(8)</u>	01/28/2020	Common Stock	2,970
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(Right to
Buy)

Employee
Stock

Option	\$ 4.4461	02/20/2015	M	5,700	<u>(8)</u>	01/28/2020	Common Stock	5,700
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(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

COLELLA SAMUEL D
C/O VERSANT VENTURES
3000 SAND HILL ROAD, #4-210
MENLO PARK, CA 94025

X

Signatures

/s/ Valerie Barnett,
attorney-in-fact

02/23/2015

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

The shares are held by Colella Family Partners, L.P. ("Colella Partners"). The Reporting Person is the General Partner of Colella Partners.

(1) The Reporting Person disclaims beneficial ownership of such shares held by Colella Partners, except to the extent of his proportionate pecuniary interest therein, if any.

(2) The "Amount" and "Price" reported in this Column 4 reflect the aggregate number and weighted-average price, respectively, of shares sold. These shares were sold in multiple transactions at prices ranging from \$38.30 to \$39.23, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(3) The "Amount" and "Price" reported in this Column 4 reflect the aggregate number and weighted-average price, respectively, of shares sold. These shares were sold in multiple transactions at prices ranging from \$38.70 to \$39.06, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(4) The shares subject to the Option fully vested on June 6, 2014.

(5) The shares subject to the Option fully vested on May 16, 2013.

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- (6) The shares subject to the Option fully vested on September 8, 2012.
- (7) The shares subject to the Option fully vested on January 28, 2012.
- (8) The shares subject to the Option fully vested on January 28, 2011.

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

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