

McPhail Steven
Form 4
August 22, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McPhail Steven

(Last) (First) (Middle)

C/O FLUIDIGM
CORPORATION, 7000
SHORELINE COURT, SUITE 100

(Street)

SOUTH SAN
FRANCISCO, CA 94080

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/20/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Chief Commercial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 | 08/20/2018 | | M | 775 A \$ 0 | 35,055 | D | |
| Common Stock | 08/20/2018 | | M | 338 A \$ 0 | 35,393 | D | |
| Common Stock | 08/20/2018 | | M | 1,285 A \$ 0 | 36,678 | D | |
| Common Stock | 08/20/2018 | | M | 1,324 A \$ 0 | 38,002 | D | |
| | 08/20/2018 | | F | 1,117 D | 36,885 | D | |

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Common Stock \$ 6.74

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

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(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) | | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | (1) | 08/20/2018 | | M | 775 | (2) | (2) | Common Stock | 775 | \$ |
| Restricted Stock Units | (1) | 08/20/2018 | | M | 338 | (3) | (3) | Common Stock | 338 | \$ |
| Restricted Stock Units | (1) | 08/20/2018 | | M | 1,285 | (4) | (4) | Common Stock | 1,285 | \$ |
| Restricted Stock Units | (1) | 08/20/2018 | | M | 1,324 | (5) | (5) | Common Stock | 1,324 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| McPhail Steven C/O FLUIDIGM CORPORATION 7000 SHORELINE COURT, SUITE 100 SOUTH SAN FRANCISCO, CA 94080 | Chief Commercial Officer |

Signatures

/s/ Steven McPhail by Nicholas Khadder,
Attorney-in-Fact

08/22/2018

__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).

(1) Each Restricted Stock Unit represents the contingent right to receive one share of FLDM common stock upon vesting of the unit.

On May 21, 2015, the Reporting Person was granted 12,400 Restricted Stock Units of which 12/48th of the total number of shares

(2) underlying the Restricted Stock Units granted vested on May 20, 2016, and 3/48th of the total number of shares underlying the Restricted Stock Units granted have vested and will vest every three months thereafter until fully vested, subject to recipient's continued status as a Service Provider (as defined in the Company's 2011 Equity Incentive Plan) through the applicable vest date.

On March 4, 2016, the Reporting Person was granted 5,400 Restricted Stock Units of which 4/48th of the total number of shares

(3) underlying the Restricted Stock Units granted vested on May 20, 2016, and 3/48th of the total number of shares underlying the Restricted Stock Units granted have vested and will vest every three months thereafter until fully vested, subject to recipient's continued status as a Service Provider (as defined in the Company's 2011 Equity Incentive Plan) through the applicable vest date.

On February 13, 2017, the Reporting Person was granted 20,550 Restricted Stock Units of which 4/48th of the total number of shares

(4) underlying the Restricted Stock Units granted vested on May 20, 2017, and 3/48th of the total number of shares underlying the Restricted Stock Units granted have vested and will vest every three months thereafter until fully vested, subject to recipient's continued status as a Service Provider (as defined in the Company's 2011 Equity Incentive Plan) through the applicable vest date.

On June 11, 2018, the Reporting Person was granted 21,186 Restricted Stock Units of which 3/48th of the total number of shares

(5) underlying the Restricted Stock Units granted vested on August 20, 2018, and 3/48th of the total number of shares underlying the Restricted Stock Units granted will vest every three months thereafter until fully vested, subject to recipient's continued status as a Service Provider (as defined in the Company's 2011 Equity Incentive Plan) through the applicable vest date.

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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