

JOG VIKRAM
Form 4
September 22, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
JOG VIKRAM

(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)
09/20/2017

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)
CHIEF FINANCIAL OFFICER

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 Ownership (Instr. 4)
				(A) or (D)	Amount		Price

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)

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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)	\$ 14.6	09/20/2017		D			3,334	<u>(1)</u>	05/17/2021	Common Stock	3,334
Employee Stock Option (Right to Buy)	\$ 5.13	09/20/2017		A			967	<u>(3)</u>	09/20/2027	Common Stock	967
Employee Stock Option (Right to Buy)	\$ 15.49	09/20/2017		D			12,501	<u>(4)</u>	02/16/2022	Common Stock	12,501
Employee Stock Option (Right to Buy)	\$ 5.13	09/20/2017		A			3,444	<u>(3)</u>	<u>(6)</u>	Common Stock	3,444
Employee Stock Option (Right to Buy)	\$ 16.73	09/20/2017		D			24,452	<u>(7)</u>	02/15/2023	Common Stock	24,452
Employee Stock Option (Right to Buy)	\$ 5.13	09/20/2017		A			6,609	<u>(3)</u>	<u>(6)</u>	Common Stock	6,609
Employee Stock Option (Right to Buy)	\$ 47.55	09/20/2017		D			14,000	<u>(9)</u>	03/14/2024	Common Stock	14,000
Employee Stock Option	\$ 5.13	09/20/2017		A			1,541	<u>(3)</u>	<u>(6)</u>	Common Stock	1,541

(Right to Buy) Employee Stock Option (Right to Buy)	\$ 41.14	09/20/2017	D	12,000	(11)	03/12/2025	Common Stock	12,000
(Right to Buy) Employee Stock Option (Right to Buy)	\$ 5.13	09/20/2017	A	2,073	(3)	(6)	Common Stock	2,073
(Right to Buy) Employee Stock Option (Right to Buy)	\$ 7.1	09/20/2017	D	13,500	(13)	03/04/2026	Common Stock	13,500
(Right to Buy) Employee Stock Option (Right to Buy)	\$ 5.13	09/20/2017	A	8,941	(3)	(6)	Common Stock	8,941

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOG VIKRAM C/O FLUIDIGM CORPORATION 7000 SHORELINE COURT, SUITE 100 SOUTH SAN FRANCISCO, CA 94080			CHIEF FINANCIAL OFFICER	

Signatures

/s/ Nicholas Khadder,
Attorney-in-fact
Date: 09/22/2017

**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) The shares subject to the Option fully vested on May 18, 2015.
On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 3,334 shares of FLDM common stock granted to the Reporting Person on May 18, 2011. In exchange, the Reporting Person received a replacement Option, for 967 shares, having an exercise price of \$5.13 per share.
 - (3) 1/12th of the total number of shares underlying the Option will vest on February 20, 2018, and 1/12th of the total number of shares underlying the Option granted will vest every three months thereafter until fully vested, subject to recipient's continued status as a

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Service Provider as defined in the Company's 2011 Equity Incentive Plan through the applicable vest date.

- (4) The shares subject to the Option fully vested on January 1, 2016.
- On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 12,501 shares of FLDM common stock granted to the Reporting Person on February 17, 2012. In exchange, the Reporting Person received a replacement Option, for 3,444 shares, having an exercise price of \$5.13 per share.
- (6) The Option expiration date is September 20, 2027.
- (7) The shares subject to the Option fully vested on January 1, 2017.
- On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 24,452 shares of FLDM common stock granted to the Reporting Person on February 15, 2013. In exchange, the Reporting Person received a replacement Option, for 6,609 shares, having an exercise price of \$5.13 per share.
- (9) The Option provided for vesting in forty-eight equal monthly installments beginning January 1, 2014.
- On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 14,000 shares of FLDM common stock granted to the Reporting Person on March 14, 2014. In exchange, the Reporting Person received a replacement Option, for 1,541 shares, having an exercise price of \$5.13 per share.
- (11) The Option provided for vesting of 2/48th of the shares subject to the Option on March 12, 2015 and forty-six equal monthly installments beginning on April 1, 2015.
- On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 12,000 shares of FLDM common stock granted to the Reporting Person on March 12, 2015. In exchange, the Reporting Person received a replacement Option, for 2,073 shares, having an exercise price of \$5.13 per share.
- (13) The Option provided for vesting in forty-eight equal monthly installments beginning February 1, 2016.
- On September 20, 2017, the Issuer cancelled, pursuant to the Issuer's option exchange program, an Option for 13,500 shares of FLDM common stock granted to the Reporting Person on March 4, 2016. In exchange, the Reporting Person received a replacement Option, for 8,941 shares, having an exercise price of \$5.13 per share.

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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