

Smith William Maxwell
 Form 4
 February 22, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Smith William Maxwell

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

FLUIDIGM CORPORATION, 7000 SHORELINE COURT SUITE 100

3. Date of Earliest Transaction (Month/Day/Year)
 02/17/2012

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

EVP, Legal Affairs & GC

(Street)

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

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

SOUTH SAN FRANCISCO, CA 94080

(City) (State) (Zip)

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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	02/17/2012		M		2,340	A	\$ 1.82 51,885	D
Common Stock	02/17/2012		S ⁽¹⁾		2,340 ⁽²⁾	D	\$ 15.6004 49,545 ⁽²⁾	D
Common Stock	02/21/2012		M		660	A	\$ 1.82 50,205	D
Common Stock	02/21/2012		S ⁽¹⁾		660	D	\$ 15.6004 49,545 ⁽³⁾	D

Edgar Filing: Smith William Maxwell - Form 4

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

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 control number.

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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 1.82	02/17/2012		M		(4) 07/15/2013	Common Stock	2,340
Employee Stock Option (Right to Buy)	\$ 15.49	02/17/2012		A	70,000	(5) 02/16/2022	Common Stock	70,000
Employee Stock Option (Right to Buy)	\$ 1.82	02/21/2012		M	660	(4) 07/15/2013	Common Stock	660

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Smith William Maxwell
FLUIDIGM CORPORATION
7000 SHORELINE COURT SUITE 100
SOUTH SAN FRANCISCO, CA 94080

EVP, Legal Affairs & GC

Signatures

/s/ William M. Smith

02/22/2012

Date

**Signature of
Reporting Person

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 sales reported by Mr. Smith were effected pursuant to a Rule 10b5-1 trading plan adopted on September 6, 2011.
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 \$15.6000 to \$15.6125, 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.
- (2) The shares were to be sold on February 17, 2012. Due to a trading error, these shares were not sold until February 21, 2012 at a price per share of \$14.75; however, the Reporting Person will receive proceeds based upon a sale price of \$15.6004, the weighted-average price per share of shares sold on February 17, 2012.
- (3) The Option fully vested on April 1, 2007.
- (4) 1/48 of the shares subject to the Option vested on the date of grant and 1/48 of the shares subject to the Option will vest on March 1, 2012 and each month thereafter, such that the option will be fully vested on January 1, 2016.
- (5)

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.