

FLUIDIGM CORP
Form 8-K
June 11, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

June 6, 2013

FLUIDIGM CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of

001-34180
(Commission File Number)

77-0513190

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incorporation)

(IRS Employer
Identification No.)

7000 Shoreline Court, Suite 100

South San Francisco, California 94080

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (650) 266-6000

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

We held our 2013 annual meeting of stockholders on June 6, 2013 (the Annual Meeting). Of the 25,416,016 shares of our common stock outstanding as the record date of April 12, 2013, 24,034,822 shares were represented at the Annual Meeting, either in person or by proxy, constituting 94.56% of the outstanding shares of common stock. The matters voted on at the Annual Meeting and the votes cast with respect to each such matter are set forth below:

- 1. Election of Class III Directors.** Each of the following nominees was elected to serve as a Class III director, to hold office until our 2016 annual meeting of stockholders or until his successor has been duly elected and qualified or his earlier resignation or removal:

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|----------------------|------------|----------------|------------------|
| Samuel D. Colella | 22,843,283 | 132,690 | 1,058,849 |
| Gajus V. Worthington | 22,906,253 | 69,720 | 1,058,849 |

- 2. Advisory Vote on Approval of Executive Compensation.** On an advisory basis, the compensation of our named executive officers for the year ended December 31, 2012, as disclosed in our proxy statement relating to the Annual Meeting, was approved by our stockholders:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 22,804,254 | 171,719 | 0 | 1,058,849 |

At our 2011 annual meeting, our stockholders approved one year as the frequency of an advisory vote on the compensation of our named executive officers. Based upon such approval, our board of directors has determined that it will hold an advisory vote on the compensation of our named executive officers annually until the next required vote on the frequency of such an advisory vote.

- 3. Ratification of Appointment of Independent Registered Public Accounting Firm.** The appointment of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2013 was ratified based on the following results of voting:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 23,958,329 | 76,493 | 0 | 0 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FLUIDIGM CORPORATION

Date: June 11, 2013

By: /s/ Vikram Jog
Vikram Jog
Chief Financial Officer