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

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**FORM 8-K**

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**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (date of earliest event reported): May 31, 2024**

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**Standard BioTools Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-34180**  
(Commission File Number)

**77-0513190**  
(I.R.S. Employer Identification Number)

**2 Tower Place, Suite 2000**  
**South San Francisco, California 94080**  
(Address of principal executive offices and zip code)

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

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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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class                       | Trading Symbol | Name of each exchange on which registered |
|---|----------------|---|
| Common stock, \$0.001 par value per share | LAB            | Nasdaq Global Select Market               |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 12b-2 of the Exchange Act.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 8.01 – Other Events**

On May 31, 2024, Madryn Health Partners (Cayman Master), LP, an entity affiliated with Madryn Asset Management, provided notice to Standard BioTools Inc. (the “Company”) that it has irrevocably withdrawn its March 15, 2024 notice of its intent to nominate director candidates and submit a business proposal at the Company’s upcoming 2024 annual meeting of stockholders, as described in the Company’s definitive proxy statement filed with the U.S. Securities and Exchange Commission on May 21, 2024. The Company intends to distribute to stockholders a revised proxy card reflecting such withdrawal.

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**SIGNATURES**

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

Date: June 3, 2024

**STANDARD BIOTOOLS INC.**

By: /s/ Jeffrey Black

Name: Jeffrey Black

Title: Chief Financial Officer

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