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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Conlin Matthew					2. Issuer Name and Ticker or Trading Symbol Fluent, Inc. [FLNT]							S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Check (specify))				
(Last) (First) (Middle) C/O FLUENT, INC. 33 WHITEHALL STREET, 15TH FLOOR						ate of Earliest Trans 4/2018	h/Day/Year)		X Officer (give title Other (specify below) President							
			4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable						
(Street) NEW YORK NY 10004								- 1	X Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(St	ate)	(Zip)						Person							
		Tab	le I - No	on-Deriva	ative	Securities Ac	quire	d, Di	sposed o	f, or Be	neficia	lly Own	ed			
		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 and 5)		(A) or . 3, 4 and	5. Amour Securitie Beneficia Owned F Reported	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect li rect E	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				iiisii. 4 <i>j</i>		
Common	Stock			06/14/2	018		P		100,000	A	\$2.5	4,58	7,980	D		
Common	Stock											480,	000(1)	D		
Common	Stock											80,00)0 ⁽²⁾⁽³⁾	D		
Common	Stock ⁽²⁾⁽⁴⁾											50,00)0(2)(4)	D		
Common	Stock ⁽²⁾⁽⁵⁾⁽⁶⁾)										550,00	00(2)(5)(6)	D		
Common	Stock											2,000	0,000	I	H H I V H	Held by RSMC Partners, LLC of which the Reporting Person is a nember. (7)
Common	Stock											1,07	7,040	I	v r F	Held by GRAT in which eporting person is Sole Trustee ⁽⁸⁾
Common Stock											20,	000	I	(H H V H S	Held by Conlin Family Foundation Frust in which the Reporting Person erves as ro- rustee(9)	
		Ta	able II -			ecurities Acqu						Owned				
1. Title of Derivative Security (Instr. 3)	title of 2. 3. Transaction 3A. Deemed Execution Date, urity or Exercise (Month/Day/Year) if any		4. Transac	5. Number of of Derivative			cisable and ate	e Amount of		8. Price of Derivative Security (Instr. 5) 9. Number derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)		

		Та	ble II - Deriva (e.g., p					ired, Disp options, o							
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	4 ode		(5A)Nu	m (15x) r	6xDectisEbilero	isDadde and	7itīētle Amour	a@silodares	8. Price of	9. Number of	10. Ownership	11. Nature
Esquariation (Instr. 3) 1. On March vest immedia	of Exespises Price of Derivative R tesecurity	etMonth/Day/Year) Reporting Person receelivery of the underly	if any ived a grant of 460,00 ing shares in three an	Code (8) defen nual ins	(Instr. red stock tallment	Secu k Secu Acqu ts (A) o		(Month/Day/\ tible into comm g on March 27,	'ear) non stock of th 2019, which c	Securi Underl Deriva Securi	ties ying one a one-fo tive he ende ty (instr. 3	Security (Instr. 5) r-one basis uned if the Repo	Securities Beneficially Denied Ssuer's S Owned rteglowing is ten	Form: Direct (D) of Indirect of Indirect it (i) (instr. 4)a	Beneficial Ownership (Instr. 4)
2. The Reporting Person has elected to defer delivery of any vested RSUs until the repo Disposed or separation of service from the add hap any or a Change of Contro Reported 3. On March 20, 2018, the Reporting Person received a grant of 80,000 restricted stock (10, 12, 13, 13) (10, 13, 14) (10, 14															
4. On April 13, 2017, the Reporting Person received a grant of 50,000 RSUs, convertible into common stock of the Issuer on a one-for-one basis. The RSUs vest in three approximately equal installments on February 1, 2018, 2019 and 2020, subject to accelerated vesting under certain conditions.															
5. On December 8, 2015, the Reporting Person received a grant, subject to stockholder approval, of 550,000 RSUs, convertible into common stock of the Issuer on a one-for-one basis. Stockholder approval was obtained on June 1, 2016. The RSUs are subject to vesting over a three-year period of 30% on January 1, 2017, 30% on January 1, 2018 and 40% on January 1, 2019 (the "Time Conditions") provided, however, that no tranche of RSUs will vest until it is determined that the Issuer has exceeded certain revenue targets and achieved positive IMNOM in any one fiscal year during the vesting period (the "Performance Conditions"). The Issuer determined the Performance Conditions were met effective March 14, 2017. Any subsequent trancher will vest in accordance with the Time Conditions.															
			ange of Control, or (ii porting Person is a m			person's	death (D)	or disability. Date Exercisable	Expiration Date	Title	Number of Shares	•	-		

8. Held by GRAT in which reporting person is Sole Trustee.9. Held by Conlin Family Foundation Trust in which the Reporting Person serves as co-trustee.

Remarks:

<u>/s/ Matthew Conlin</u> 06/18/2018

** Signature of Reporting Person Date

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

- * 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).

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

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 Number.