## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
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hours per response:	0.5							
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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

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

	nd Address o	of Reporting Person	*		Cog	g <u>int,</u>	ame <b>and</b> Tic	GT ]						heck a	ll app Direc			10% C	wner
(Last)	,	,	Middle)		nsaction (Month/Day/Year)							Officer (give title below)			Other (speci below)				
C/O COGINT, INC. 2650 NORTH MILITARY TRAIL, SUITE 300				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									dividual or Joint/Group Filing (Check Applicat ) Form filed by One Reporting Person					
(Street) BOCA RATON FL 33431														Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S	tate) (Z	Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Da				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction D		4. Securities Acquired ( Disposed Of (D) (Instr. 3 and 5)				, 4 Secui		icially d	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount		(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		, , ,		(
Common Stock <sup>(1)(2)</sup> 04/1				04/13/2	017			A		15,000	)	A	\$0.00(1)		15,000(1)		D		
Common Stock <sup>(2)(3)</sup> 04				04/13/2	3/2017			A		10,000	)	A \$0.00		0(3)	10,000(3)		D		
Common Stock <sup>(4)(5)</sup>															3	3,333	D		
Common Stock <sup>(6)</sup>															1	6,666	D		
Common Stock															2	0,001	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Conversion or Exercise (Instr. 3) Perivative Security  Security  Or Exercise Price of Derivative Security  Or Exercise (Month/Day/Year)  Or Exercise (Month/Day/Year)  Or Exercise (Month/Day/Year)  Or Exercise (Month/Day/Year)			tion Date,	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration (Month/I	on Da Day/Y	ear) Securities Underlyin Derivative Security (I 3 and 4)		J	ount		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owner Form Direct or In- (I) (In 4)	t (D) direct	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A) (D)	Date Exercisa		Expiration Date	Title	of e Sha	ares						

#### **Explanation of Responses:**

- 1. On April 13, 2017, the reporting person received a grant of 15,000 restricted stock units ("RSUs"), convertible into common stock of the issuer on a one-for-one basis. The RSUs vest in three approximately equal installments on June 1, 2017, 2018 and 2019, subject to accelerated vesting under certain conditions.
- 2. Within 30 days of the effective grant date, the reporting person may elect to defer delivery of any vested RSUs until a later date.
- 3. On April 13, 2017, the reporting person received a grant of 10,000 RSUs, convertible into common stock of the issuer on a one-for-one basis. The RSUs vest on June 1, 2017, subject to accelerated vesting under certain conditions.
- 4. On November 16, 2015, the reporting person received a grant, subject to stockholder approval which was obtained June 1, 2016, of 5,000 RSUs, convertible into common stock of the issuer on a one-for-one basis. The RSUs vest in three equal annual installments beginning November 16, 2016 (the "Time Conditions") provided, however, that no tranche of RSUs will vest until it is determined that Cogint, Inc. has exceeded certain revenue targets and achieved positive EBITDA in any one fiscal year during the vesting period (the "Performance Conditions"). Cogint, Inc. determined the Performance Conditions were met effective March 14, 2017. As such, the subsequent tranches vest equally on November 16, 2017 and November 16, 2018.
- 5. The RSUs will immediately vest upon (i) a Change of Control, or (ii) the reporting person's death or disability.
- 6. Represents RSUs convertible into common stock of the issuer on a one-for-one basis. The RSUs vest in two approximately equal installments on June 16, 2017 and 2018, subject to accelerated vesting under certain conditions.

#### Remarks:

<u>/s/ Peter Benz</u> <u>04/17/2017</u>

\*\* Signature of Reporting Person

rson 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.