SEC Form 4

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(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

OMB APPROVAL

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

1. Name and Address of Reporting Person* SHATTUCK KOHN BARBARA			2. Issuer Name and Ticker or Trading Symbol <u>Fluent, Inc.</u> [FLNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) C/O FLUENT,		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021		Officer (give title below)	Other (specify below)			
(Street) NEW YORK	REET, 9TH FLO NY (State)	10282 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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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)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/01/2021		A		35,000 ⁽¹⁾	A	\$ <mark>0</mark>	35,000	D	
Common Stock								8,333	D	
Common Stock								16,667 ⁽²⁾	D	
Common Stock								36,128 ⁽³⁾	D	

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. Transa Code (8)		of Deriv Secu Acqu (A) o	Expiration Date (Month/Day/Year) curities quired				8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						of (D) r. 3, 4						Transaction(s) (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On March 1, 2021, the Reporting Person received a grant of 35,000 restricted stock units ("RSUs") under the Issuer's 2018 Stock Incentive Plan. These RSUs will vest in three equal annual installments, beginning on March 1, 2022.

2. Represents 16,667 RSUs granted under the Issuer's 2018 Stock Incentive Plan on December 9, 2019, which will vest in two equal annual installments, beginning on December 9, 2021.

3. Represents 36,128 RSUs granted under the Issuer's 2018 Stock Incentive Plan on June 3, 2020, which will vest in three equal annual installments, beginning on June 3, 2021.

<u>/s/ Barbara Shattuck Kohn</u>	03/24/2021

** 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.