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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0.5

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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					Fluent, Inc. [ FLNT ]								S. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner  X Officer (give title Other (specify below)  President						
(Last) (First) (Middle) C/O FLUENT, INC. 33 WHITEHALL STREET, 15TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 08/29/2018														
Street) NEW YORK NY 10004					4. If .	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting					
(City)	(S	tate)	(Zip)										Pers	on					
		Tab	le I - No	n-Deriva	ative	Securities Ac	quire	d, D				cial	ly Owne	ed					
1. Title of Security (Instr. 3)			[	2. Transaction Date (Month/Day/Yea		Execution Date,		ction Instr.	4. Securities Acquired ( Disposed Of (D) (Instr. 3 5)		I (A) or . 3, 4 ar	nd	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	oirect I direct I . 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code V		Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				,		
Common	Stock			08/29/20	18		P		20,067	A	\$2.3	<b>3</b> (1)	4,628	3,047	D				
Common Stock				08/30/2018			P		4,933	A	\$2.3	<b>3</b> <sup>(2)</sup>	4,632,980		D				
Common	Stock												480,0	000(3)	D				
Common	Stock												80,00	00(4)(5)	D				
Common	Stock												50,00	00(4)(6)	D				
Common	Stock												550,00	0(4)(7)(8)	D				
Common	Stock												2,000	0,000	I	] ] ] 1	Held by RSMC Partners, LLC, of which the Reporting Person is a nember.		
Common	Stock												1,077	7,040	I		Held by GRAT in which the Reporting Person is Sole Trustee.		
Common Stock												20,000		I		Held by Conlin Family Foundation Trust, in which the Reporting Person serves as co-trustee.			
		Т				ecurities Acqu							Owned			'			
1. Title of Derivative Security  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3A. Deem Execution (Month/Day/Year)  (Month/Day/Year)		med 4. on Date, Transactio Code (Insti				e Exer	cisable and late	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8 0	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	O' S Illy Di O' (I)	o. wnership orm: irect (D) r Indirect I (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				

		Ta	ble II - Deri (e.g.						posed of, convertibe		ı or	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date	<b>C</b> od	e V saction	€A)Nu	um(150e)r	6xBatisable Expiration	rcisΩaddeeand	7itTetle	aSolodares	8. Price of	9. Number of derivative	10. Ownership	11. Nature
1. Represents provide the Is forth in this for 2. Represents	of Bespisas Price of the average pu Derivative Security Security ootnote. the average pu ssuer, any secur	etaonth/Day/Year) urchase of the acquirity holder or the staf urchase of the acquirity holder or the staf urchase of the acquirity holder or the staf	if any (Month/Day/Ye ed Shares. The hig ff of the Securities ed shares. The hig	ar) 8) hest price & Exchai	e (Instr. at which age Comi	Secu Acqu Mission (A) o Disp a of to	ase was	(Month/Day s made is \$2.3 equest full inf s made is \$2.3	/Year) 5; the lowest pormation regard 5; the lowest p	Security Under Index Orice After Security and 4) Orice at where	ties ying hich a purch live ber of s <sup>sl</sup> y (instr. 3 <sup>sl</sup> nich a purch	Security (Instr. 5) ase was made hares purchase ase was made	Securities Beneficially Owned Following parate Reported i Transaction (Re	Form: Direct (D) or indirect or indirect (i) (instr. 4)	Beneficial Ownership underfakes to (Instr. 4) e ranges set undertakes to
3. On March 27, 2018, the Reporting Person received a grant of 480,000 deferred stock units convertible into common stock of the Issuer on a one-for-one basis under the Issuer's Stock Incentive Plan, which vest immediately but with delivery of the underlying shares in three annual installments commencing on March 27, 2019, which delivery may be ended if the Reporting Person is terminated for cause.															
4. The Reporting Person has elected to defer delivery of any vested restricted stock units ("RSUs") until the reporting person's separation of service from the Company or a Change of Control.															
5. On March 20, 2018, the Reporting Person received a grant of 80,000 RSUs, convertible into common stock of the Issuer on a one-for-one-basis under the Issuer's 2015 Stock Incentive Plan. The RSUs will vest in three equal annual installments, beginning on March 1, 2019.  6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will Number  6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Iss															

<sup>7.</sup> 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 EBITDA 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 tranches will vest in accordance with the Time Conditions.

8. The RSUs will immediately vest upon (i) a Change of Control, or (ii) the Reporting Person's death or disability.

## Remarks:

<u>/s/ Matthew Conlin</u> 08/31/2018

\*\* 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.