

**Report of Organizational Actions  
 Affecting Basis of Securities**

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Fluent, Inc.</b>		2 Issuer's employer identification number (EIN) <b>77-0688094</b>	
3 Name of contact for additional information <b>Daniel Barsky</b>	4 Telephone No. of contact <b>646-669-7272</b>	5 Email address of contact <b>dbarsky@fluentco.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>300 Vesey Street, 9th Floor</b>		7 City, town, or post office, state, and ZIP code of contact <b>New York, NY 10282</b>	
8 Date of action <b>April 11, 2024</b>	9 Classification and description <b>1-for-6 Reverse Stock Split of Common Stock</b>		
10 CUSIP number <b>34380C 201</b>	11 Serial number(s) <b>N/A</b>	12 Ticker symbol <b>FLNT</b>	13 Account number(s) <b>N/A</b>

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **At close of business on April 11, 2024, Fluent, Inc. (the Company") effected a 1-for-6 reverse stock split for its outstanding shares of common stock. Pursuant to the reverse stock split, every six (6) shares of issued and outstanding common stock automatically converted into one (1) share of common stock. A shareholder who would have otherwise been entitled to a fractional share as a result of the reverse stock split received an additional fraction of a share of common stock to round up to the next whole share and was deemed for federal income tax purposes to have received and then immediately sold such fractional share for cash.**

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15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **Upon the effective date of the reverse stock split, every six (6) shares of common stock of the Company automatically converted into one (1) share of common stock. As a result, shareholders must allocate the aggregate tax basis in their shares held immediately prior to the reverse stock split among the shares held immediately after the reverse stock split (including any fractional shares for which cash in lieu was deemed to be received for federal income tax purposes). Shareholders that have acquired different blocks of common stock at different times or at different prices are urged to consult their own tax advisors regarding the allocation of their aggregated adjusted basis among, and the holding period of, that common stock.**

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16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **See answer to Line 15. While the basis "per share" is impacted, the basis of the shareholder's total investment remains unchanged. Shareholders with blocks of pre-split common stock not divisible by six (6) which reflect pre-split common stock acquired at different times or different prices must replicate such blocks of pre-split common stock in the post-split common stock received pursuant to a formula provided in Treasury regulations that seek to preserve, to the greatest extent possible the basis of a particular block of pre-split common stock in one of more post-split common stock shares received in exchange therefor. This may require the aggregate basis in one block of pre-split common stock to be allocated to post-split common stock in a manner where some post-split common stock blocks may have split basis and holding period segments. Because no fractional shares were issued, the aggregate tax basis of the Company common stock held by a shareholder immediately after the reverse stock split could be less than the pre-split aggregate tax basis by an amount equal to the aggregate tax basis allocated to the fractional shares, if any.**

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**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Sections 354, 356, 358, and 368

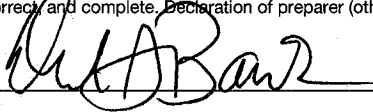
18 Can any resulting loss be recognized? ▶ The one (1) for six (6) reverse stock split is intended to be treated as a recapitalization for U.S. Federal income tax purposes. Therefore, except as described below with respect to cash received in lieu of a fractional share, a shareholder will not recognize any gain or loss for U.S. federal income tax purposes upon the combination of pre-reverse stock split shares into post-reverse stock split shares pursuant to the reverse stock split.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable tax year in which the reverses stock split occurred is 2024.

This information is being provided pursuant to section 6045B of the Internal Revenue Code. The tax information contained herein is provided for informational purposes only and should not be construed as legal or tax advice. The Company does not provide legal or tax advice to shareholders. This material and any tax-related statements are not intended or written to be used, and cannot be used or relied upon, by any shareholder for the purpose of avoiding tax penalties. Please consult an attorney or tax professional for assistance as to how this information will impact your specific tax situation.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ 

Date ▶ 5/13/2024

Print your name ▶ Daniel Barsky

Title ▶ General Counsel

**Paid Preparer Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	