SEC F	Form 4
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# 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 Perfit Ryan M (Last) 33 WHITEHALD 15TH FLOOR	(First)	n* (Middle)	<ul> <li>2. Issuer Name and Ticker or Trading Symbol <u>Fluent, Inc.</u> [FLNT ]</li> <li>3. Date of Earliest Transaction (Month/Day/Year) 01/22/2019</li> </ul>		tionship of Reporting P all applicable) Director Officer (give title below) Interim (	10% Owner Other (specify below)
(Street) NEW YORK NY 10004 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fil Form filed by One Re Form filed by More th Person	eporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 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 (Instr. 4)
		Code V Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)		(1130.4)		
Common Stock	01/22/2019		F	14,038(1)	D	\$4.48	57,845	D	
Common Stock							21,333 <sup>(2)</sup>	D	
Common Stock							50,000 <sup>(3)</sup>	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) or Dispo of (D)	erivative ccurities cquired sposed (D) str. 3, 4		7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares withheld to satisfy the Reporting Person's tax withholding obligation with respect to the vesting of 33,000 restricted stock units ("RSUs") previously granted to the Reporting Person on December 8, 2015.

2. On April 13, 2017, the Reporting Person received a grant of 21,333 RSUs under the Issuer's 2015 Stock Incentive Plan. The RSUs will vest in two equal installments, beginning on February 1, 2019. 3. On March 20, 2018, the Reporting Person received a grant of 50,000 RSUs under the Issuer's 2015 Stock Incentive Plan. The RSUs will vest in three equal annual installments, beginning on March 1, 2019.

#### **Remarks:**

/s/ Ryan Perfit

01/24/2019

\*\* 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.