SEC 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 APPRO	OVAL
OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

1. Name and Add	1 8	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Fluent, Inc. [FLNT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>Conlin Matthew</u>					Director	Х	10% Owner				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)		Other (specify below)				
C/C FLUENT, INC.			12/14/2018		President						
<b>33 WHITEHA</b>	LL STREET,	15TH FLOOR									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Ind Line)	ividual or Joint/Grou	ıp Filing	(Check Applicable				
NEW YORK	NY	10004		X	Form filed by Or	ne Repo	rting Person				
			—		Form filed by Mo Person	ore than	One Reporting				
(City)	(State)	(Zip)									

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ate Execution Date, Transaction Disposed Of (D) (II		Acquired D) (Instr.	(A) or 3, 4 and	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	12/14/2018		P/K		130,714	A	\$3.5	5,201,834 <sup>(1)(2)</sup>	D	
Common Stock								480,000 <sup>(3)</sup>	D	
Common Stock								80,000 <sup>(4)(5)</sup>	D	
Common Stock								50,000 <sup>(4)(6)</sup>	D	
Common Stock								550,000 <sup>(4)(7)(8)</sup>	D	
Common Stock								2,000,000	I	Held by RSMC Partners, LLC, of which the Reporting Person is a member.
Common Stock								663,900 <sup>(2)</sup>	I	Held by GRAT, in which the Reporting Person is Sole Trustee.
Common Stock								20,000	I	Held by Conlin Family Foundatio Trust, in which the Reporting Person serves as co-trustee.

# 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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)	

		Ta	able II - Deriva (e.g.,					options,	convertib	le se	IOr	y Owned			
	2. Conversion		3A. Deemed Execution Date,		action	€A)NL of	um <b>(160e)</b> r	Date ExBatisEbler Expiration D	ate		of aSollodares ntof	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
<b>Beplangtion</b> (Instr. 3) I. In a private this exchange	of Bespises Price of Derivative Becassioned p	<b>efMonth/Day/Year)</b> ransaction, the Repo price of the Issuer's s	if any (Month/Day/Year) rting Person exchang hares was \$3.50 per	<b>Code</b> ged <b>9</b> 5,00 share and	<b>(Instr.</b> 0 shares 1 the ass	Deriv Secu Acqu	vative Irities I violet Irice of	(Month/Day/ , Inc. beneficia the shares of R	<b>'ear)</b> lly held by the ed Violet, Inc	Secur Under Deriva		Security (Instr.5), 130,714	Securities Beneficially Conned Owned Following	Form: Direct (D) of Indirect or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
2. On Novem account. Thes	ber 30, 2018, 4 e shares are no	13,140 shares were t w directly owned.	transferred from Ma	thew Co	nlin 201	7 Disp of (D	osedeta )	ained Annuity T	Trust, in which	n t <b>ae dR4)</b>	borting Perso	n is Sole Tru	stReportedReport Transaction(s)	ing Person's p	ersonal
3. On March 2 vest immediat	27, 2018, the R tely but with de	eporting Person rece livery of the underly	eived a grant of 480, ying shares in three a	000 defer innual ins	red stoc stallmen	k units ts com	r. 3, 4 5) <sup>onvert</sup> mencing	tible into comn g on March 27,	on stock of th 2019, which o	- le Issuer delivery	on a one-for may be ende	one basis un	<ul> <li>(Instr. 4) Ider the Issuer's St rting Person is ter</li> </ul>	ock Incentive minated for ca	Plan, which use.
• 4. The Report	ing Person has	elected to defer deli	very of any vested r	estricted s	stock un	its ("R	SUs") u	ntil the reporti	ng person's sej	paration	of service fr	om the Comp	• any or a Change o	f Control.	
		eporting Person rece stallments, beginning		00 RSUs,	convert	ible in	to comn	non stock of th	e Issuer on a c	one-for-c	one basis und	er the Issuer'	s 2015 Stock Incer	ntive Plan. The	RSUs will
		porting Person recei 2020, subject to acce					o commo	on stock of the	issuer on a on	e-for-on	e basis. The Amount	RSUs vest in	three approximate	ely equal insta	llments on
was obtained	on June 1 201	Reporting Person re 6. The RSUs are sub RSUs will vest until The Issuer determine	ject to vesting over	three-ve	ar nerio	d of 30	Won L	anuary 1 2017	30% on Janu	ary 1 20	non <sup>r</sup> stock of	on January 1	2019 (the "Time	Conditions").	provided
3. The RSUs	will immediate	ly vest upon (i) a Ch	ange of Control, or	(ii) the Re	eporting	Persor	n's death	ı or disability.							

**Remarks:** 

/s/ Matthew Conlin

\*\* Signature of Reporting Person

<u>12/17/2018</u> 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.