

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Patrick Donald Huntley</u>  (Last) (First) (Middle) C/O FLUENT, INC. 300 VESEY STREET, 9TH FLOOR  (Street) NEW YORK NY 10282  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Fluent, Inc. [ FLNT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)  COO
	3. Date of Earliest Transaction (Month/Day/Year) 05/19/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	05/19/2020		P		5,250	A	\$1.9	186,917	D	
Common Stock	05/20/2020		P		350	A	\$1.9	187,267	D	
Common Stock								25,000 <sup>(1)</sup>	D	
Common Stock								8,333 <sup>(2)</sup>	D	
Common Stock								25,000 <sup>(3)</sup>	D	
Common Stock								225,000 <sup>(4)</sup>	D	
Common Stock								50,000 <sup>(5)</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. 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option	\$4.72							02/01/2020 <sup>(6)</sup>	02/01/2029	Common Stock	396,000	396,000	D	

**Explanation of Responses:**

- On March 20, 2018, the Reporting Person received a grant of 25,000 restricted stock units ("RSUs") under the Issuer's 2015 Stock Incentive Plan. The RSUs will vest on February 1, 2021.
- Also on March 20, 2018, the Reporting Person received a grant of 8,333 RSUs under the Issuer's 2015 Stock Incentive Plan. The RSUs will vest on March 1, 2021.
- On March 27, 2018, the Reporting Person received a grant of 25,000 deferred stock units under the Issuer's 2015 Stock Incentive Plan, which vest immediately but with delivery of the underlying shares on March 27, 2021, which delivery may be ended if the Reporting Person is terminated for cause.
- On February 1, 2019, the Reporting Person received a grant of 225,000 RSUs under the Issuer's 2018 Stock Incentive Plan. Subject to continuing service, the RSUs will vest in four equal annual installments, beginning on February 1, 2021.
- On March 1, 2020, the Reporting Person received a grant of 50,000 RSUs under the Issuer's 2018 Stock Incentive Plan. The RSUs will vest in three equal annual installments, beginning on March 1, 2021.
- 50% of the Stock Option Grants vested on February 1, 2020. Subject to continuing service, the remaining 50% of the Stock Option Grants will vest if the Issuer's stock price remains above \$7.375 for 20 consecutive trading days.

/s/ Donald Patrick

05/21/2020

\*\* 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.