FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Conlin Matthew					2. Issuer Name and Ticker or Trading Symbol Fluent, Inc. [ FLNT ]							Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner				
(Last) (First) (Middle) C/O FLUENT, INC. 300 VESEY STREET, 9TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 04/24/2019						X Officer (give title Other (specify below)  President					
(Street) NEW YORK NY 10282			- 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting					
(City) (State) (Zip)											Person					
		Tab	e I - Non-Deri	/ative	Securities Ac	quire	d, Di	isposed o	f, or Be	eneficia	ally Own	ed				
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)	Acquired (D) (Instr	acquired (A) or D) (Instr. 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	Transact (Instr. 3 a	ion(s)		, ,		
Common	Stock		04/24/2	2019		F		61,605(1)	D	\$6.37	5,30	0,229	D			
Common Stock										320,	000(2)	D				
Common	Stock										80,00	)0 <sup>(3)(4)</sup>	D			
Common	Stock										50,00	)0 <sup>(3)(5)</sup>	D			
Common	Stock										550,00	0(3)(6)(7)	D			
Common	Stock										2,00	0,000	I	Held by RSMC Partners, LLC, of which the Reporting Person is a member.		
Common	Stock										663	,900	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.			
		Ta			ecurities Acqu						y Owned					
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction 3A. Deemed Execution Date Execution Date, or Exercise (Month/Day/Year) if any		4. Transa Code ( 8)	5. Number of	. Number f Expiration D (Month/Day/lecrivative iccurities coquired A) or isposed f (D) nstr. 3, 4			Amount of		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of 2. 3. Transaction 3A. Deemed Code V 6A.Num(Do)r Expertise Baller of Saddle and 7 if little and 7 i	1. Nature f Indirect Seneficial							
(Instr. 3) onto Price of the Price of the Report (North Day (Year) this) iding obligations of 160,000 reunderlying, units ((Instr. 5) preprint of the Report (North Day) (Report Control of the Report (North Day) (Report Control of the Report (North Day)) (Instr. 5) preprint (Instr. 5) p	wnership nstr. 4)							
2. On March 27, 2018, the Reporting Person received a grant of 320,000 deferred stock <b>Disposed</b> ertible into common stock of the <b>and d</b> ) on a one-for-one basis und <b>Reported</b> er's Stock Incentive Plan, which vest immediately but with delivery of the underlying shares in two annual installments <b>Chifp</b> encing on March 27, 2020, which delivery may be ended if the Reporting <b>Person received</b> a grant of 320,000 deferred stock <b>Disposed</b> ertible into common stock of the <b>and d</b> ) on a one-for-one basis und <b>Reporting ansaction</b> Stock Incentive Plan, which vest immediately but with delivery of the underlying shares in two annual installments <b>Chifp</b> encing on March 27, 2020, which delivery may be ended if the Reporting <b>Person received</b> a grant of 320,000 deferred stock <b>Disposed</b> ertible into common stock of the <b>and d</b> ) on a one-for-one basis und <b>Reporting ansaction</b> in the properties of the analysis of the analysi								
3. The Reporting Person has elected to defer delivery of the vested restricted stock units and sys") until the Reporting Person's separation of service from the Company or a Change of Control.								
4. 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 vest in three equal annual installments, beginning on March 1, 2019.								
5. 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. The RSUs vest in three approximately equal installments on February 1, 2018, 2019 and 2020, subject to accelerated vesting under certain conditions.								
6. 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 the Issuer 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 For ITDA 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 tranch Numiberest in accordance with the Time Conditions.								
7. The RSUs will immediately vest upon (i) a Change of Control, or (ii) the Reporting Person's death Date Date Date Title Shares  Remarks:								

/s/ Matthew Conlin 04/24/2019

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.