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

OMB APPROVAL

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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/C FLUENT, INC. 33 WHITEHALL STREET, 15TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 09/11/2018							X Officer (give title below) Other (specify below) President						
33 WHIT	EHALL S	TREET, 15TH F	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable										Applicable					
(Street) NEW YORK NY 10004							·	Lin	Line) X Form filed by One Reporting Person Form filed by More than One Reporting										
(City)	(State) (Zip)											Person							
		Tab	le I - N	on-Deriv	ative	Securities Ac	quire	d, Di	isposed o	f, or Be	eneficial	ly Own	ed						
			2. Transaction Date (Month/Day/Year		Execution Date,		ection Instr.	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5)				es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct I Indirect I str. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) or (D)	Price	Reported Transact (Instr. 3 a	on(s)			Instr. 4)				
Common Stock		09/11/2018			P		5,456	A	\$2.21(1)	4,638,436			D						
Common	Stock			09/12/2018			P		19,544	A	\$2.03(2)	4,65	7,980		D				
Common	Stock											480,	000(3)		D				
Common	Stock											80,00)0(4)(5)		D				
Common Stock											50,000(4)(6)		D						
Common	Stock											550,00	0(4)(7)(8)		D				
Common (Stock											2,00	0,000		I 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Held by RSMC Partners, LLC, of which the Reporting Person is a nember.			
Common Stock												1,07	7,040		I I	Held by GRAT in which the Reporting Person is Sole Trustee.			
Common Stock										20,000			I	Held by Conlin Family Foundation Frust, in which the Reporting Person serves as co-trustee.					
		T	able II			ecurities Acqu						Owned							
1. Title of Derivative Security (Instr. 3)	Title of Operivative Conversion Date Execution Date Execution Date if any		emed ion Date,	4. Transa Code (I 8)	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)		cisable and	Amount of		3. Price of Derivative Securities Securities Seneticially Owned Following Reported Transaction (Instr. 4)		e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				

		Ta	ble II - Der (e.g					1 '	posed of, convertibe		ı or	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed	C.o.	le V	€A)Nı of	um (150e) r	6xDatisEble Expiration	cisΩaddeeand	7itTetle	aSollodares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature
1. Represents provide the Is forth in this for 2. Represents	of Bespisas Price of the average pu Derivative Security Security ootnote. the average pu ssuer, any secur	etaonth/Day/Year) rrchase of the acquirity holder or the staf rrchase of the acquirity holder or the staf rrchase of the acquirity holder or the staf	if any (Month/Day/Yed Shares. The high f of the Securitie . ed shares. The high	Co ear) 8) ghest pric s & Exch ghest pric	le (Instr. e at which inge Com	Secular Secular Acquires (A) O Dispose of the control of the contr	ase was	(Month/Day s made is \$2.2 equest full info s made is \$2.1	(Year) 5; the lowest pormation regard 0; the lowest p	Security Under Index Orice After Security and 4) Orice at wh	ties ying hich a purch live ber of s ^{sl} y (instr. 3 ^{sl} nich a purch	Security (Instr. 5) ase was made hares purchase ase was made	Securities Beneficially Owned The Re Officially Reported Transaction(8)	Form: Direct (D) Or Indirect Or Indirect Of Indirect O	Beneficial Ownership underfakes to (Instr. 4) e ranges set undertakes to
3. On March 27, 2018, the Reporting Person received a grant of 480,000 deferred stock units convertible into common stock of the Issuer on a one-for-one basis under the Issuer's Stock Incentive Plan, which vest immediately but with delivery of the underlying shares in three annual installments commencing on March 27, 2019, which delivery may be ended if the Reporting Person is terminated for cause.															
4. The Reporting Person has elected to defer delivery of any vested restricted stock units ("RSUs") until the reporting person's separation of service from the Company or a Change of Control.															
5. 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 will vest in three equal annual installments, beginning on March 1, 2019. 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will Number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number 6. 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 under the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Issuer's 2015 Stock Incentive Plan. The RSUs will number of the Issuer's 2015 Stock Incentive Plan. The R															

^{7.} 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 40% 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 EBITDA 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 tranches will vest in accordance with the Time Conditions.

8. The RSUs will immediately vest upon (i) a Change of Control, or (ii) the Reporting Person's death or disability.

Remarks:

<u>/s/ Matthew Conlin</u> 09/13/2018

** 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.

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