FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

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

OMB APPROVAL OMB Number: 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

1. Name and Address of Reporting Person*  SOMERS KIRK  (Last) (First) (Middle)  C/O CARDLYTICS, INC.  675 PONCE DE LEON AVENUE NE SUITE 6000					2. Issuer Name and Ticker or Trading Symbol  Cardlytics, Inc. [ CDLX ]									Check	all applicable) Director		10% O		wner
					3. Date of Earliest Transaction (Month/Day/Year) 08/17/2018									X	belov	N) .	Privacy	below)	
(Street) ATLANTA GA 30308  (City) (State) (Zip)					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 Person						
	Tabl	e I - Noi	າ-Deriv	ative	Se	curitie	s Acc	quired,	Dis	posed o	f, or	Ben	eficia	ally	Owne	ed			
Date				Date (Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr. 5)		Disposed					Securities Beneficially Owned Following		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)				. ,
Common Stock 08/17					7/2018					1,202	. D \$2		\$20	0.66 2,668		2,668	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
erivative Conversion Date Execution curity or Exercise (Month/Day/Year) if any		Date,	4. Transaction Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio	Amo Secu Undo Deri Secu and	ount	Deri Secu	vative ırity r. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)					
	(Final Conversion or Exercise Price of Derivative (Final Conversion or Exercise Price of Conversion or Exercise Price Or	(First) (CRDLYTICS, INC. ICE DE LEON AVENUE N  TA GA  (State) (CTABLE  Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) RDLYTICS, INC. ICE DE LEON AVENUE NE, SUITE  TA GA 30308  (State) (Zip)  Table I - Nor  Security (Instr. 3)  Stock  Table II - I ( 2. Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year)	(First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  TA GA 30308  (State) (Zip)  Table I - Non-Deriv  Security (Instr. 3)  2. Trans Date (Month/It)  Stock 08/17  Table II - Derivat (e.g., pto 1/2)  Conversion or Exercise Price of Derivative (Month/Day/Year)	RS KIRK  (First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  TA GA 30308  (State) (Zip)  Table I - Non-Derivative  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative S (e.g., puts, c)  Conversion or Exercise Price of Derivative (Month/Day/Year)  Stock  3. Deemed Execution Date, if any (Month/Day/Year)  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]  [Month/Day/Year]	(First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Se  Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (e.g., puts, calls (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, calls (Month/Day/Year)  A. Transaction Code (Instr. 8)	(First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securitie  Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, warrance of Derivative Security (Month/Day/Year)  2. Table II - Derivative Securities (e.g., puts, calls, warrance of Derivative Security (Month/Day/Year)  3. Date of Earlies 08/17/2018  4. If Amendment,  2A. Deem Execution if any (Month/Day/Year)  (e.g., puts, calls, warrance of Derivative Securities (e.g., puts, calls, warrance of Derivative Security)  3. Date of Earlies 08/17/2018  4. If Amendment, 2A. Deem Execution if any (Month/Day/Year)  (month/Day/Year)  3. Date of Earlies 08/17/2018  4. If Amendment, 2A. Deem Execution if any (Month/Day/Year)  (e.g., puts, calls, warrance of Derivative Security)  (A) of Disposition of Code (Instr. Security)  (B) of Derivative Securities (Instr. Security)  (B) of Derivative Securities (Instr. Securities)  (Cardlytics, Instruction of Code (Instr. Securities)  (B) of Derivative Securities (Instruction of Code (Instr. Security)  (Cardlytics, Instruction of Code (Instr. Securities)  (Cardlytics, Instruction of Code (Instr. Securities)  (Instruction of Code (Instruction of Code (Instr. Securities)  (Instruction of Code (Instruction of Cod	RS KIRK  (First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securities Acquerity (Instr. 3)  Table II - Derivative Securities Acquerity (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  A. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (Month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (month/Day/Year)  Stock  Table II - Derivative Securities Acquerity (e.g., puts, calls, warrants, and family (month/Day/Year)	Cardlytics, Inc. [CDLX  (First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securities Acquired, (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (Security (Month/Day/Year))  Table II - Derivative Securities Acquired, Date (Security (Month/Day/Year))  Table II - Derivative Securities Acquired, Date (Security (Month/Day/Year))  Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date	Cardlytics, Inc. [CDLX]  (First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securities Acquired, Dister (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, Dister (Month/Day/Year)  Table II - Derivative Securities Acquired, Dister (Month/Day/Year)  Table II - Derivative Securities Acquired, Dister (P.g., puts, calls, warrants, options, construction Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Date  Date  Date	Cardlytics, Inc. [ CDLX ]  (First) (Middle)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  TA GA 30308  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  Part (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, croiveltible acquired (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, croiveltible acquired (A) or Disposed of (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, croiveltible acquired (A) or Disposed of (Month/Day/Year)  Stock  Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, croiveltible acquired (A) or Disposed of (Month/Day/Year)  Stock  Date (Month/Day/Year)  Stock  Date Expiration Date (Month/Day/Year)  Securities Acquired (A) or Disposed of (Month/Day/Year)  Conversion Date (Month/Day/Year)  (Month/Day/Year)  Date Expiration	Cardlytics, Inc. [ CDLX ]  (First) (Middle)  RDLYTICS, INC.  (ICE DE LEON AVENUE NE, SUITE 6000  TA GA 30308  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Stock  1. Table II - Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Exercise (P.g., puts, calls, warrants, options, convertible security  2. Table II - Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction of Code (Instr. Sposed of, or Exercise (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Exercise of Derivative (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Exercise of (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  3. Transaction Disposed of (Disposed of, or Exercise of Derivative (Month/Day/Year)  3. Transaction Disposed of (Disposed of, or Exercise of Derivative (Month/Day/Year)  4. Transaction Disposed of (Disposed of, or Exercise of Derivative (Month/Day/Year)  3. Transaction Disposed of (Disposed of (Disposed of, or Exercise of Derivative (Month/Day/Year)  4. Transaction Disposed of (Disposed of, or Exercise of Derivative (Month/Day/Year)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  8. Date Exercisable and Expira	Cardlytics, Inc. [CDLX]  (First) (Middle)  RDLYTICS, INC.  (ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security for Exercise of Date Privative Security  2. Transaction (Month/Day/Year)  (State) (Zip)  Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities Price of Derivative Security (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities (A) or Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities Security (Instr. 3)  3. Transaction Date, if A securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities (Month/Day/Year)  2. Transaction Date, if A securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities (Month/Day/Year)  2. Transaction Date, if A securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security Securities (Month/Day/Year)  3. Transaction Date, if A securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible security (Instr. 3)  4. Securities (Month/Day/Year)  5. Number of Exprication Date (Expriration Date (Instr. 3), 4 and 5)  6. Date Exercisable and Expriration Date (Expriration Date (Instr. 3), 4 and 5)  8. Amount of A mount of A	Cardlytics, Inc. [CDLX]  (First) (Middle)  RDLYTICS, INC.  (ICE DE LEON AVENUE NE, SUITE 6000  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (Honth/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount of Securities Date (Month/Day/Year) (Month/Day/Year)  Amount or Number (Month/Day/Year) (Instr. 3, 4 and 5)	Cardlytics, Inc. [CDLX]  (Check X  (	Cardlytics, Inc. [CDLX]  (Chick all applics of Direct Colors of Direct Colors of Direct Colors of Date (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. Signature)  (Chick all application (Month/Day/Year) (Month/Day/Year)  (Chick Clex All application (Month/Day/Year) (Month/Day/Year)  (State) (Zip)  Table II - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  (Chick All application (Month/Day/Year) (Month/Day/Year) (Instr. Signature)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Chick All application (Month/Day/Year) (Check all application (Month/Day/Year) (Month/Day/Year)  (Chick All application (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5)  (Chick All application (Month/Day/Year) (Month/Day/Year) (Check all application (Check all application (Month/Day/Year) (Check all application (Check all application (Month/Day/Year) (Check all applica	Cardlytics, Inc. [CDLX]  3. Date of Earliest Transaction (Month/Day/Year)  SECURITY (Instr. 3)  Cardlytics, Inc. [CDLX]  3. Date of Earliest Transaction (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Execution Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Code (Instr. 3)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Code (Instr. 3)  (A) or Code (Instr. 4)  (Month/Day/Year)  (Month/Day/Ye	Cardlytics, Inc. [CDLX]  Cardlytics, Inc. [CDLX]  Chieck all applicable) Director Officer (give title below) Chief Legal & Privacy  A grant form filed by More than O Person  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  Za. Transaction Date (Month/Day/Year) [Month/Day/Year]  Code   V   Amount   (A) or   Price   Code (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Code   V   Amount   (A) or   Price   Code (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Code   V   Amount   (A) or   Price (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Code   V   Amount   (A) or   Price (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Conversion Date (e.g., puts, calls, warrants, options, convertible securities)  Z. Transaction   Date (Instr. 3)   Date (Instr. 4)   Date (Ins	Cardlytics, Inc. [CDLX ]  3. Date of Earliest Transaction (Month/Day/Year)  RDLYTICS, INC.  ICE DE LEON AVENUE NE, SUITE 6000  A. If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) [Month/Day/Year) [Instr. 3]  2. Transaction Date (Month/Day/Year) [Instr. 3]  2. Transaction Date (Month/Day/Year) [Instr. 3]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Amount of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Signal Code (Instr. 5)  6. Ownership Securities Acquired (A) or Disposed Of (D) (Instr. 4)  7. Transaction (B) (Instr. 4)  7. Transaction (B) (Instr. 4)  8. Price of Derivative Securities Acquired (Month/Day/Year)  9. Ownership Securities Acquired (Month/Day/Year)  10. Ownership Securit

## **Explanation of Responses:**

1. Represents shares sold to cover taxes due upon the settlement of certain restricted stock unit grants.

## Remarks:

/s/ Kirk L. Somers

08/21/2018

\*\* 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.

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.