FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number	3235-03								

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

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*						2. Issuer Name and Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Evans David Thomas						Cardlytics, Inc. [CDLX]								- 1"	JIIECK	Direc	,	10%	Owner	
															37		er (give title		(specify	
(Loot) (Fixot) (Middle)						3. Date of Earliest Transaction (Month/Day/Year)									X	belov		belov		
(Last) (First) (Middle)						01/15/2020									Chief Financial Officer					
C/O CARDLYTICS, INC.																				
675 PONCE DE LEON AVENUE NE, SUITE 6000																				
					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street)															ine)	_				
ATLANT	TA GA	A 3	80308												X	Form	n filed by One	e Reporting Per	son	
															Form filed by More than One Reporting				porting	
(City)	(C+	oto) /	7in)												Person					
(City)	(51	ate) (Zip)																	
		Tabl	e I - Nor	n-Deriv	ative	Se	curitie	s Acq	uired,	Dis	posed o	f, o	r Ben	efici	ally (Owne	ed			
1. Title of S	Security (Inst	r. 3)		2. Transa	action					3. 4. Securities Acquired (A)							ount of	6. Ownership	7. Nature	
				Date (Month/D	Dav/Yea	Execution Date, ay/Year) if any			Transaction Disposed Of (D) (Code (Instr. 5)			D) (Instr.	nstr. 3, 4 and				Form: Direct (D) or Indirect	of Indirect Beneficial		
(Montanea					,.	(Month/Day/Year)									d Following	(I) (Instr. 4)	Ownership (Instr. 4)			
									Code	v	Amount	(A) or (D) Pri		Price	Trans		action(s)		(Instr. 4)	
									Couc		Amount		(D)	11100		(Instr. 3 and 4)				
Common Stock 01/15/2						/2020					3,000		D	\$85.02		22,236		D		
		Ta	hla II - F) Arivati	iva S	٥٥١١	ritias	Δοαμί	red D	ieno	sed of,	or F	Ronofi	الدنما	v Ov	hanv				
		10									onvertib				y Ov	viicu				
1. Title of	2.	3. Transaction	3A. Deem	ed	4.				6. Date Exercisab		able and 7. Title and		Title and		8. Pr	ice of	9. Number o	f 10.	11. Nature	
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execution if any		Transa Code (Expiration Date Amount of (Month/Day/Year) Securities				Deriv Secu	ative	derivative Securities	Ownership Form:	of Indirect Beneficial			
(Instr. 3)	Price of		(Month/Da				Securities		Underlying					(Inst) Beneficially	Direct (D)	Ownership		
	Derivative						Acquired (A) or		Derivativ Security				str. 3			Owned Following	or Indirect (I) (Instr. 4)	(Instr. 4)		
					Disposed and 4)								Reported							
							of (D) (Instr. 3, 4 and 5)										Transaction(s) (Instr. 4)	(s)		
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												ount								
											or Nu	mber								
,			Code	v	_(A)		Date		Expiration	Tiel	of									
		l l		- 1	Code	v	(A)	(D)	Exercisa	nie	Date	Title	e ona	ares	I					

Explanation of Responses:

1. This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 23, 2019.

Remarks:

/s/ Kirk Somers, Attorney-in-

Fact

** Signature of Reporting Person Date

01/15/2020

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

- * 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.