FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Check this box if no longer subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	205/19	
vvasiiiiiqtoii,	D.C.	20349	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

ntinue. See		File										34		nours	per resp	ponse:	0.5
1. Name and Address of Reporting Person* <u>Christiansen Andrew</u>				2. Issuer Name and Ticker or Trading Symbol Cardlytics, Inc. [CDLX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
` '	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 06/22/2023							below) "	ncial C	Other (s below) Officer	specify		
675 PONCE DE LEON AVENUE NE, SUITE 6000			4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)					Lin	6. Individual or Joint/Group Filing (Check Applicable Line)							
GA	30308												Form	filed by Mo		•	
(State)	(Zip)		$ _{\Box}$	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							led to						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date			Executions/Year) if any		Execution Date, f any		Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)			Securit Benefic Owned	es ially Following	Form: (D) or	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount	t	(A) or (D)	Price	Transac	ction(s)			(Instr. 4)
		06/22/	/2023				M		2,034	(1)	A	\$0	54	,681		D	
Common Stock 06/23/2		/2023				S		649	(2)	D	\$5.6	5.68 54,032			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
	Executio if any	n Date,			of Deri Sect Acq (A) of Disp of (E	ivative urities uired or oosed O) tr. 3, 4	Expiration (Month/E	n Dat	e ar)	Amo Secu Unde Deriv	unt of urities erlying vative S r. 3 and	Amount or lumber of	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported	i G	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	of Reporting Person ndrew (First) CS, INC. LEON AVENUE I GA (State) Tab nstr. 3)	of Reporting Person* Indrew (First) (Middle) CS, INC. LEON AVENUE NE, SUIT GA 30308 (State) (Zip) Table I - No Instr. 3) Table II - Table II -	of Reporting Person* ndrew (First) (Middle) CS, INC. LEON AVENUE NE, SUITE 6000 GA 30308 (State) (Zip) Table I - Non-Derivent (Month/D) 1	of Reporting Person* Indrew (First) (Middle) CS, INC. LEON AVENUE NE, SUITE 6000 GA 30308 (State) (Zip) Table I - Non-Derivative str. 3) 2. Transaction Date (Month/Day/Year) 06/22/2023 06/23/2023 Table II - Derivative Str. 9. (e.g., puts, c.g., puts, c.g.) 1. Transaction Date (Month/Day/Year) 1. Transaction Date (Month/Day/Year) 2. Transaction Date (f.g., puts, c.g.) 4. Transaction Date (Month/Day/Year) 1. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	Filed pursuant to or Section of Reporting Person* Indrew (First) (Middle) CS, INC. LEON AVENUE NE, SUITE 6000 GA 30308 (State) (Zip) Table I - Non-Derivative Secundary (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year) A. Transaction Date (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year) A. Transaction Code (Instr. 8)	of Reporting Person* Indrew (First) (Middle) CS, INC. LEON AVENUE NE, SUITE 6000 GA 30308 (State) (Zip) Table I - Non-Derivative Securitie (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wand meter) Table II - Derivative Securitie (e.g., puts, calls, wand meter) Table III - Derivative Securitie (e.g., puts, calls, wand meter) 3. Transaction Date (Month/Day/Year) Table III - Derivative Securitie (e.g., puts, calls, wand meter) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, wand meter) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, wand meter) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. N Transaction Open Derivative Securitie (e.g., puts, calls, wand Date (A.) (D.) (D.) (D.) (D.) (D.) (D.) (D.) (D	Filed pursuant to Section 30(h) of the or Section 30(h) of the nor Section 30(h) of the or Section 30(h) of the nor Section 30(h) of the nor Section 30(h) of the Cardlytics, Inc. Cardlytics, Inc.	Filed pursuant to Section 16(a) of the Sor Section 30(h) of the Investment of Reporting Person* Indrew Cardlytics, Inc. CDLX	Filed pursuant to Section 16(a) of the Investment Core Section 30(h) of the Investment Core Section of Section 16(a) of the Section of Section 16(a) of the Investment Core Section 16(a) of	Filed pursuant to Section 16(a) of the Securities Excharor Section 30(h) of the Investment Company Actor Trading Symbol Code (Month/Day/Year) Actor Section Section Section 30(h) of	Filed pursuant to Section 16(a) of the Securities Exchange A or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) of the Investment Company Act of 150 or Section 30(h) or	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of the investment Company Act of 1940 or Section 30(h) of	Filed pursuant to Section 16(a) of the Escurities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 or Section 30(h) of the Investment Company Act of 1940 or Section 30(h) of the Investment Company Act of 1940 or Section 16(a) of Reporting Person of Report Person of Reporting Person of Reporting Person of Reporting Per	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the investment Company Act of 1940 of Reporting Person' Indrew 2. Issuer Name and Ticker or Trading Symbol Cardlytics, Inc. [CDLX] 3. Date of Earliest Transaction (Month/Day/Year) 06/22/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/22/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) Code Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction attistive defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) St. Among Amount (Month/Day/Year) O6/22/2023 M 2. Transaction Date, if any (Month/Day/Year) O6/22/2023 M 2. Quired (Instr. S) O6/23/2023 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (Day or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (Day or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (Day or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (Day or Disposed of, or Dis	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 of Reporting Person* Indrew 2. Issuer Name and Ticker or Trading Symbol Cardlytics, Inc. [CDLX] 3. Date of Earliest Transaction (Month/Day/Year) 06/22/2023 3. Date of Earliest Transaction (Month/Day/Year) 06/22/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) Chief Fina Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or write satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Becurities Securities Acquired, Disposed of, or Beneficially Owned Following Owned Collowing Owned Ce.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Collowing Owned Ce.g., puts, calls, warrants, options, convertible securities Date (Month/Day/Year) Annount or Number (Month/Day/Year) Annount or Number (Month/Day/Year) Date (Month/Day/Year) Annount or Number (Month/Day/Year) Annount or Number (Month/Day/Year) Annount or Number (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Annount or Number (Month/Day/Year) Date (Month/Day/Yea	Filed pursuant to Section 3(b) of the Securities Exchange Act of 1934 of Reporting Person' ndrew 2. Issuer Name and Ticker or Trading Symbol Cardlytics, Inc. [CDL.X] 3. Date of Earliest Transaction (Month/Day/Year) 06/22/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) GA 30308 Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Indication Code V Amount (A) or Disposed Of (D) (Instr. 3, 4 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Transaction of Original Filed (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Transaction of Original Filed (Month/Day/Year) Transaction of Original Filed (Month/Da	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 of Reporting Person'

Explanation of Responses:

(3)

- 1. Represents the underlying vested shares of common stock of the Issuer which have not been delivered.
- 2. Shares sold to satisfy withholding tax obligations upon the delivery of shares of common stock for restricted stock units ("RSUs") that vested on June 22, 2023.
- 3. Each RSU represents a contingent right to receive one share of common stock of the Issuer, or at the election of the Issuer, its cash equivalent.
- 4. 25% of the RSUs shall vest on March 22, 2023 with the remainder vesting in twelve equal amounts quarterly thereafter, provided that the Reporting Person remains employed by the Issuer on such vesting date.

(4)

(4)

2,034

Remarks:

Restricted

Units

/s/ Jason Minio, Attorney-in-06/26/2023 Fact

2,034

Stock

\$0

0

D

** 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).

06/22/2023

** 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.