

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Couch Carolee</u>			2. Issuer Name and Ticker or Trading Symbol <u>Fluence Energy, Inc. [FLNC]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>SVP & Chief SC & Manu. Officer</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/22/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person _____		
4601 FAIRFAX DRIVE SUITE 600			4. If Amendment, Date of Original Filed (Month/Day/Year)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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.		
(Street) <u>ARLINGTON VA 22203</u>								
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
<u>Class A Common Stock</u>	<u>05/22/2023</u>		<u>M</u>		<u>50,000</u>	<u>A</u>	<u>\$2.45</u>	<u>51,200</u>	<u>D</u>	
<u>Class A Common Stock</u>	<u>05/22/2023</u>		<u>s⁽¹⁾</u>		<u>50,000</u>	<u>D</u>	<u>\$22.7827⁽²⁾</u>	<u>1,200</u>	<u>D</u>	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
<u>Stock Option</u>	<u>\$2.45</u>	<u>05/22/2023</u>		<u>M</u>			<u>50,000</u>	<u>(3)</u>	<u>04/02/2031</u>	<u>Class A Common Stock</u>	<u>50,000</u>	<u>\$0</u>	<u>451,537</u>	<u>D</u>	

Explanation of Responses:

- Proceeds from the sale were used to pay the exercise price of such portion of the stock option, pursuant to a broker-assisted cashless exercise, and applicable withholding taxes.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple open market transactions at prices ranging from \$22.36 to \$23.26, inclusive. The Reporting Person undertakes to provide to Fluence Energy, Inc. ("Fluence"), any security holder of Fluence, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range indicated in this footnote.
- Represents part of a single option award grant initially for an aggregate 501,537 shares, which vests in three equal annual installments. 1/3rd of the aggregate shares subject to the option became vested and exercisable on April 2, 2022 and another 1/3rd of the aggregate shares subject to the option became vested and exercisable on April 2, 2023. The final 1/3 of the aggregate shares subject to the option vest on April 2, 2024.

Remarks:

/s/ Francis A. Fuselier as
Attorney-in-fact for Carolee Couch 05/23/2023

** 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.