Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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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

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
hours per response:	0.5						

1. Name and Address of Reporting Person* Zahurancik John					2. Issuer Name and Ticker or Trading Symbol Fluence Energy, Inc. [ FLNC ]							Relationship of Reporting Person(s) to Issu (Check all applicable)     Director     10% Ow						
,	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 04/28/2024						]	below)		ident,	below)	. ,			
		600		If Amendment, Date of Original Filed (Month/Day/Year)					Line	-/				·				
GTON V	<b>A</b> :	22203												Form fi	led by Mor		•	
(S	tate)	(Zip)		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.										d to				
	Tab	le I - No	n-Deriv	ative	Se	curitie	es Ac	quired	, Dis	posed c	of, or	Ben	eficiall	y Owned	l			
Date			/Day/Year)   E		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					Securitie Benefici Owned F	5. Amount of Securities Beneficially Owned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	V Amoun		(A) or (D) Pri		Price	Transact	tion(s)			(	
Common St	ock		04/28	/2024				M		45,863	3	A	<b>\$0</b> (1)	109	109,895 D		D	
Common St	ock		04/28	/2024				F		13,890	(2)	D	\$16.8	96,005 D			D	
		Table II -						,			•		•	Owned				
vative Conversion Date Execution Date, IT		Transac Code (Ir	nsaction of E		Expiration	Expiration Date			of Securities Underlying Derivative Sect (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported	e s Illy	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
	(Fi JENCE EN FAIRFAX I  GTON V  (Si  Security (Inst  Common Sto  Common Sto  Conversion or Exercise Price of Derivative	(First)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE  GTON VA  (State)  Tab  Security (Instr. 3)  Common Stock  Common Stock  Common Stock  Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA 22203  (State) (Zip)  Table I - No  Security (Instr. 3)  Common Stock  Common Stock  Table II -  2. Conversion or Exercise Price of Derivative Price of Derivative  Security (Month/Day/Year)  A. Deeme Execution if any (Month/Day (Month/Day)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA 22203  (State) (Zip)  Table I - Non-Deriv  Security (Instr. 3) 2. Transa Date (Month/D  Common Stock 04/28  Table II - Deriva (e.g., p  Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year)  2. (Month/Day/Year)  Zonoresion or Exercise Price of Derivative (Month/Day/Year)  [State of Date (Month/Day/Year) 2. [State of Date (Month/Day/Year) 3. [State of Date (Month/Day/Year	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  Table I - Non-Derivative  Security (Instr. 3)  Common Stock  Common Stock  Table II - Derivative (e.g., puts, or portion or Exercise Price of Derivative (Month/Day/Year)  2. Transaction Date (e.g., puts, or portion or Exercise Price of Derivative (Month/Day/Year)  [A	Common Stock   O4/28/2024   Security (Instr. 3)   Table II - Derivative Security (Instr. 3)   Table II - Derivative Security (Instr. 3)   O4/28/2024   Common Stock   O4/28/2024   Common Stock   O4/28/2024   Conversion or Exercise Price of Derivative Security (Month/Day/Year)   O3. Transaction Date (Month/Day/Year)   O4/28/2024   O4/28/2024	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA 22203  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities (e.g., puts, calls, wait of Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, wait of Derivative Security (Month/Day/Year)  A. Deemed Execution Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, wait of Derivative Security (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Security (Month/Day/Year)  Transaction Code (Instr. 8)  S. Number of Exercise Price of Derivative Securities (Month/Day/Year)  Security (Month/Day/Year)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA  22203  (State) (Zip)  Rule 10b5-1(c)  Check this box to indic satisfy the affirmative.  Table I - Non-Derivative Securities Acc (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Common Stock  04/28/2024  Table II - Derivative Securities Acq (e.g., puts, calls, warrants.  2. Transaction Date (e.g., puts, calls, warrants.)  Common Stock  12. Transaction (Month/Day/Year)  Common Stock  04/28/2024  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants.  2. Transaction Date (month/Day/Year)  Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA 22203  (State) (Zip)  Rule 10b5-1(c) Trans Check this box to indicate that a satisfy the affirmative defense of Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, I (e.g., puts, calls, warrants, option of Exercise Price of Derivative Security  3. Date of Earliest Transaction (N 04/28/2024  4. If Amendment, Date of Origina  2. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, option of Exercise Price of Derivative Securities Acquired (Month/Day/Year)  3. Date of Earliest Transaction (N 04/28/2024  4. If Amendment, Date of Origina  3. Transaction Date (Month/Day/Year)  4. Deemed Execution Date, if any (Month/Day/Year)  5. Number of Code (Instr. Securities Acquired (A) or Disposed of (D) (Instr. Securities Acquired (Month/Day/Year)  6. Date Expiration (Month/Day/Year)  7. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. Securities Acquired (Month/Day/Year)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  GTON VA 22203  (State) (Zip)  Rule 10b5-1(c) Transaction (Month/04/28/2024  4. If Amendment, Date of Original Filed  Check this box to indicate that a transsatisfy the affirmative defense condition  Table I - Non-Derivative Securities Acquired, Dissecurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Code (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Disp (e.g., puts, calls, warrants, options, composition of Exercise Price of Derivative Securities (Month/Day/Year)  3. Date of Earliest Transaction (Month/04/28/2024  4. If Amendment, Date of Original Filed  4. If Amendment, Date of Original Filed  4. If Amendment, Date of Original Filed  4. Transaction Date (Instr. 8)  Transaction Code (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Disp (e.g., puts, calls, warrants, options, composition Date (Instr. 8)  Security (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed (Instr. 8)  Derivative Securities (Month/Day/Year)  Securities (Month/Day/Year)  A. Deemed Execution Date (Instr. 8)  Expiration Date (Instr. 8)  Expiration Date (Instr. 8)	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  Rule 10b5-1(c) Transaction Indicate that a transaction was resulting from the affirmative defense conditions of Rule and Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting Security (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting Security (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting Securities Acquired (A) or Disposed of (D) (Instr. Securities Acquired (Month/Day/Year) (Month/Day/Year)	(State) (Zip)    Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Check this box to indicate that a transaction was made pusatisfy the affirmative defense conditions of Rule 10b5-1(c)   Code   Value   Value	(First) (Middle)  JENCE ENERGY, INC.  FAIRFAX DRIVE, SUITE 600  Rule 10b5-1(c) Transaction (Month/Day/Year)  (State) (Zip)  Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuan satisfy the affirmative defense conditions of Rule 10b5-1(c). See  Table I - Non-Derivative Securities Acquired, Disposed of, or Bene (Month/Day/Year)  (Month/Day/Year)  (A) or Code (Instr. (A) or Code (Instr. (B) or Exercise Price of Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securit or Security (Month/Day/Year)  (A) or Code (Instr. (A) or Code (Instr. (B) or Exercise Price of Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  (A) or Objective Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  (A) or Objective Securities Acquired (Month/Day/Year)  (B) Or Securities Acquired (Month/Day/Year)  (Code (Instr. (A) or Objective Securities Acquired (Month/Day/Year)  (Code (Month/Day/Year)	Common Stock   Comm	Common Stock   O4/28/2024   M   O4/28/2024   O4/28/2024	(First) (Middle)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (Check this box to indicate that a transaction was made pursuant to a contract, instruction or written satisfy the affirmative defense conditions of Rule 10b5-1(c). See instruction 10.  (State) (State) (Zip)  (State) (State) (Middle)  (State) (Zip)  (State) (Zip)  (State) (State) (Middle)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (Instr. 3)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (Instr. 3)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (State) (Zip)  (Instr. 3)  (State) (Zip)  (Instr. 3)  (State) (Zip)  (Instr. 3)  (Instr. 3 and 4)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 4)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 6	Common Stock   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   O4/28/2024   O4/28/2024	Common Stock   O4/28/2024   M   As Securities Acquired (A) or liarny (Month/Day/Year)   O4/28/2024   M   As Securities Acquired (A) or Exercise (Month/Day/Year)   O4/28/2024   M   As Securities Acquired (A) or Exercise (Month/Day/Year)   O4/28/2024   M   As Securities Acquired (B) or Exercise (Month/Day/Year)   O4/28/2024   M   As Securities Acquired (B) or Exercise (Month/Day/Year)   O4/28/2024   M   As Securities Acquired (B) or Exercise (Month/Day/Year)   O5/2005   O

Date

Exercisable

(3)

Expiration

(3)

Date

## **Explanation of Responses:**

(1)

1. Each phantom unit was the economic equivalent of one share of the Issuer's Class A common stock and was settled in cash or shares at the discretion of the Issuer's board of directors.

(D) (A)

45,863

2. Reflects shares withheld to cover the Reporting Person's tax liability in connection with the vesting and settlement of the phantom units reported herein.

Code

3. The phantom units vested and settled in shares of the Issuer's Class A common stock on April 28, 2024.

## Remarks:

Phantom

/s/ Francis A. Fuselier as Attorney-in-fact for John

Number

Shares

45,863

(1)

04/30/2024

0

D

Zahurancik

Title

Class A

Stock

\*\* 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).

04/28/2024

\*\* 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.