

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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* <u>Kreps Edward Jay</u> (Last) (First) (Middle) <u>C/O CONFLUENT, INC.</u> <u>899 W. EVELYN AVENUE</u> (Street) <u>MOUNTAIN CA 94041</u> <u>VIEW</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/23/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Confluent, Inc. [CFLT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Class B Common Stock	(1)	(1)	Class A Common Stock	20,760,000	(1)	D	
Class B Common Stock	(1)	(1)	Class A Common Stock	70,690	(1)	I	See footnote ⁽²⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	1,000,000	(1)	I	See footnote ⁽³⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	1,000,000	(1)	I	See footnote ⁽⁴⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	278,793	(1)	I	See footnote ⁽⁵⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	278,793	(1)	I	See footnote ⁽⁶⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	185,862	(1)	I	See footnote ⁽⁷⁾
Class B Common Stock	(1)	(1)	Class A Common Stock	185,862	(1)	I	See footnote ⁽⁸⁾
Stock Option (Right to Buy)	(9)	10/21/2028	Class B Common Stock ⁽¹⁾	1,725,153	2.24	D	
Stock Option (Right to Buy)	(10)	10/21/2028	Class B Common Stock ⁽¹⁾	1,725,153	2.24	D	
Stock Option (Right to Buy)	(11)	03/18/2031	Class B Common Stock ⁽¹⁾	2,347,999	15.68	D	

Explanation of Responses:

1. Each share of Class B Common Stock held by the Reporting Person will automatically convert into one share of Class A Common Stock upon the sale or transfer of such share of

Class B Common Stock, subject to certain exceptions, and in certain other circumstances described in the Issuer's amended and restated certificate of incorporation. Each share of Class B Common Stock will also be convertible at any time at the option of the Reporting Person into one share of Class A Common Stock.

2. The shares are held by The Edward J. Kreps and Jamaica H. Kreps 2018 Revocable Trust.

3. The shares are held by the GST Exempt Trust under The Kreps Family 2019 Irrevocable Trust under agreement dated 9/26/2019.

4. The shares are held by the GST Exempt Trust under The Kreps Family 2019 Irrevocable Trust under agreement dated 9/26/2019.

5. The shares are held by The Parent's 2019 Grantor Retained Annuity Trust - I under agreement dated September 26, 2019.

6. The shares are held by The Parent's 2019 Grantor Retained Annuity Trust - II under agreement dated September 26, 2019.

7. The shares are held by The Siblings' 2019 Grantor Retained Annuity Trust - I under agreement dated September 26, 2019.

8. The shares are held by The Siblings' 2019 Grantor Retained Annuity Trust - II under agreement dated September 26, 2019.

9. The shares subject to the option are immediately exercisable and vest in 48 equal monthly installments with a vesting commencement date of October 1, 2018, subject to Reporting Person's continuous service through each such vesting date.

10. The shares subject to the option are immediately exercisable and vest in 48 equal monthly installments with a vesting commencement date of June 23, 2021, subject to Reporting Person's continuous service through each such vesting date.

11. The shares subject to the option are immediately exercisable and vest in 48 equal monthly installments with a vesting commencement date of March 19, 2021, subject to Reporting Person's continuous service through each such vesting date.

Remarks:

/s/ Melanie Vinson,
Attorney-in-fact

06/23/2021

** 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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Melanie Vinson, Christina Liu, Brianna Murray and Stacy Taylor of Confluent, Inc. and Jon Avina, Milson Yu and Michael Suyat of Cooley LLP, or any of them signing singly, with full power of substitution, the undersigned's true and lawful attorney in fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID Application to obtain EDGAR Access Codes and any other forms necessary to generate EDGAR codes on the undersigned's behalf enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as a director, officer and/or a 10% stockholder of Confluent, Inc. (the "Company"), Forms 3, 4, and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (i) the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (ii) revocation by the undersigned in a signed writing delivered to the foregoing attorneys in fact, or (iii) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or employed by or a partner at Cooley LLP, as applicable. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of June, 2021.

/s/ Edward Jay Kreps