## SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G

# INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 2)\*

Confluent, Inc.

(Name of Issuer)

Class A Common Stock (Title of Class of Securities)

20717M103

(CUSIP Number)

December 31, 2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- $\Box$  Rule 13d-1(b)
- $\Box$  Rule 13d-1(c)
- $\boxtimes$  Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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1	NAME OF R	EPORTING P	ERSON Benchmark Capital Partners VIII, L.P. ("BCP VIII")					
2	CHECK THI	E APPROPRIA	TE BOX IF A MEMBER OF A GROUP* (a	)	(b)	$\boxtimes$		
3	SEC USE OF	NLY						
4	CITIZENSH Delaware	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5 6	SOLE VOTING POWER 1,863,754 shares*, except that Benchmark Capital Management Co. VIII, L.L.C. ("BC general partner of BCP VIII, may be deemed to have sole power to vote these shares, Cohler ("Cohler"), Peter Fenton ("Fenton"), J. William Gurley ("Gurley"), An-Yen H H. Lasky ("Lasky"), Chetan Puttagunta ("Puttagunta"), Sarah E. Tavel ("Tavel") and I ("Vishria"), the members of BCMC VIII, may be deemed to have shared power to vot SHARED VOTING POWER See response to row 5.	nd Mat ("Hu") Eric Visl	thew R ), Mitch nria			
REPOI PER	OWNED BY EACH REPORTING PERSON WITH		SOLE DISPOSITIVE POWER 1,863,754 shares*, except that BCMC VIII, the general partner of BCP VIII, may be of power to dispose of these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, the members of BCMC VIII, may be deemed to have shared power to dispose of these	avel an				
		8	SHARED DISPOSITIVE POWER See response to row 7.					
9	AGGREGAT	E AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING PERSON		1,863,7	54		
10	CHECK BOZ	X IF THE AGO	GREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT C	OF CLASS REI	PRESENTED BY AMOUNT IN ROW 9	(	).8%			
12	TYPE OF RE	EPORTING PE	RSON	I	PN			

\*Represents 1,863,754 shares of Class B Common Stock held directly by BCP VIII. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 1,863,754 shares of Class B Common Stock held by BCP VIII). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.6%.

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1	NAME OF I	REPORTING	Benchmark Founders' Fund VIII, L.P. ("BFF VIII")					
2	CHECK TH	E APPROPI	RIATE BOX IF A MEMBER OF A GROUP* (a)	□ (b)	X			
3	SEC USE O	NLY						
4	CITIZENSH Delaware	TIZENSHIP OR PLACE OF ORGANIZATION laware						
5 NUMBER OF		5	SOLE VOTING POWER 296,840 shares*, except that BCMC VIII, the general partner of BFF VIII, may be deeme power to vote these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel and members of BCMC VIII, may be deemed to have shared power to vote these shares.					
SH BENE	IBER OF ARES FICIALLY DBY EACH	6	SHARED VOTING POWER See response to row 5.					
REP PE	ORTING RSON VITH	7	SOLE DISPOSITIVE POWER 296,840 shares*, except that BCMC VIII, the general partner of BFF VIII, may be deeme power to dispose of these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tave the members of BCMC VIII, may be deemed to have shared power to dispose of these shares	el and Vishr				
			SHARED DISPOSITIVE POWER See response to row 7.					
9	AGGREGA	ΓΕ AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	296,840	)			
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT (	OF CLASS F	REPRESENTED BY AMOUNT IN ROW 9	0.1%				
12	TYPE OF R	EPORTING	PERSON	PN				

\*Represents 296,840 shares of Class B Common Stock held directly by BFF VIII. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 296,840 shares of Class B Common Stock held by BFF VIII). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.1%.

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1	NAME OF I	REPORTING	G PERSON Benchmark Founders' Fund VIII -B, L.P. ("BFF VIII -B")					
2	CHECK TH	E APPROPI	RIATE BOX IF A MEMBER OF A GROUP* (a)		(b)	X		
3	SEC USE O	NLY						
4	CITIZENSH Delaware	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware						
	5       SOLE VOTING POWER         412,473 shares*, except that BCMC VIII, the general partner of BFF VIII         sole power to vote these shares, and Cohler, Fenton, Gurley, Hu, Lasky, P         the members of BCMC VIII, may be deemed to have shared power to vote         NUMBER OF							
SH BENEI	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER See response to row 5.					
REPO PE			SOLE DISPOSITIVE POWER 412,473 shares*, except that BCMC VIII, the general partner of BFF VIII -B, may be c sole power to dispose of these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagun Vishria, the members of BCMC VIII, may be deemed to have shared power to dispose	ta, Tav	el and			
		8	SHARED DISPOSITIVE POWER See response to row 7.					
9	AGGREGA	ΓΕ AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	2	412,473	;		
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT (	OF CLASS F	REPRESENTED BY AMOUNT IN ROW 9	(	).2%			
12	TYPE OF R	EPORTING	PERSON	]	PN			

\*Represents 412,473 shares of Class B Common Stock held directly by BFF VIII-B. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 412,473 shares of Class B Common Stock held by BFF VIII-B). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.1%.

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1	NAME OF F	REPORTING	B PERSON Benchmark Capital Management Co. VIII, L.L.C.			
2	CHECK TH	E APPROPR	ATE BOX IF A MEMBER OF A GROUP*	(a) [	] (b)	$\boxtimes$
3	SEC USE O	NLY				
4	CITIZENSH Delaware	IP OR PLAC	CE OF ORGANIZATION			
5			SOLE VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII,412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM0 the general partner of BCP VIII, BFF VIII and BFF VIII -B, may be deemed to have these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel and Vishria, t BCMC VIII, may be deemed to have shared power to vote these shares.	C VIII. I sole po	BCMC V wer to v	/III,
SHA BENEFI	BER OF RES CIALLY	6	SHARED VOTING POWER See response to row 5.			
OWNED BY EACH REPORTING PERSON WITH		7	SOLE DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM the general partner of BCP VIII, BFF VIII and BFF VIII -B, may be deemed to have dispose of these shares, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel an members of BCMC VIII, may be deemed to have shared power to dispose of these s	C VIII. sole po d Vishri	BCMC wer to	
		8	SHARED DISPOSITIVE POWER See response to row 7.			
9	AGGREGA	TE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		2,589,0	158
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT (	OF CLASS R	EPRESENTED BY AMOUNT IN ROW 9		1.2%	
12	TYPE OF R	EPORTING	PERSON		00	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.8%.

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1	NAME OF F	REPORTING	PERSON Matthew R. Cohler				
2	CHECK TH	E APPROPR	LATE BOX IF A MEMBER OF A GROUP*	(a)		(b)	$\boxtimes$
3	SEC USE O	NLY					
4	CITIZENSH U.S. Citizen	IP OR PLAC	CE OF ORGANIZATION				
NUMBER OF SHARES BENEFICIALLY		5	SOLE VOTING POWER 1,690,388 shares				
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII -B, may be deemed to have sole power to vote these shares, and Cohler, a member of BCMC VIII, may be deemed to have shared power to vote these shares.				
REPO PER	BY EACH RTING SON ITH	7	SOLE DISPOSITIVE POWER 1,690,388 shares				
W		8	SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM0 the general partner of BCP VIII, BFF VIII and BFF VIII -B, may be deemed to have these shares, and Cohler, a member of BCMC VIII, may be deemed to have shared p these shares.	C VII sole	II. BC powe	MC V r to vo	vIII, ote
9	AGGREGAT	TE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		4,	279,44	46
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT O	OF CLASS R	EPRESENTED BY AMOUNT IN ROW 9		1.	9%	
12	TYPE OF R	EPORTING	PERSON		IN	1	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.4%.

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1	NAME OF R	EPORTING	G PERSON Peter Fenton				
2	CHECK TH	E APPROPI	RIATE BOX IF A MEMBER OF A GROUP*	(a)		(b)	X
3	SEC USE O	NLY					
4	CITIZENSH U.S. Citizen	ITIZENSHIP OR PLACE OF ORGANIZATION .S. Citizen					
NUMBER OF SHARES BENEFICIALLY		5	SOLE VOTING POWER 615,220 shares				
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII the general partner of BCP VIII, BFF VIII and BFF VIII -B, and Fenton, a member of BCMC VIII, may be deemed to have shared power to vote these shares.		/III,		
REP PE	D BY EACH ORTING ERSON	7	SOLE DISPOSITIVE POWER 615,220 shares				
WITH		8	SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM the general partner of BCP VIII, BFF VIII and BFF VIII -B, and Fenton, a member of be deemed to have shared power to dispose of these shares.	C VI	II. BC	CMC V	/III,
9	AGGREGAT	E AMOUN	IT BENEFICIALLY OWNED BY EACH REPORTING PERSON		3	,204,27	78
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT C	OF CLASS I	REPRESENTED BY AMOUNT IN ROW 9		1	.4%	
12 TYPE OF REPORTING PERSON					Π	N	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.0%.

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1	NAME OF I	REPORTING	G PERSON J. William Gurley			
2	CHECK TH	E APPROPI	RIATE BOX IF A MEMBER OF A GROUP*	)	(b)	X
3	SEC USE O	NLY				
4	CITIZENSH U.S. Citizen	IIP OR PLA	CE OF ORGANIZATION			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5	SOLE VOTING POWER 1,523,608 shares			
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Gurley, a member of BCMC VIII, may be deemed to have shared power to vote these shares.			
REP PE	ORTING RSON	7	SOLE DISPOSITIVE POWER 1,523,608 shares			
	WITH		SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are d BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Gurley, a member of I be deemed to have shared power to dispose of these shares.	VIII. B	CMC V	√ÎII,
9	AGGREGA	ΓΕ AMOUN	IT BENEFICIALLY OWNED BY EACH REPORTING PERSON	2	,112,60	66
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT (	OF CLASS I	REPRESENTED BY AMOUNT IN ROW 9	1	.9%	
12	TYPE OF R	EPORTING	PERSON	Ι	N	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.3%.

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1	NAME OF R	REPORTING	B PERSON An-Yen Hu				
2	CHECK TH	E APPROPR	LIATE BOX IF A MEMBER OF A GROUP*	(a)		(b)	X
3	SEC USE O	NLY					
4	CITIZENSH U.S. Citizen	IP OR PLAC	CE OF ORGANIZATION				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5	SOLE VOTING POWER 12,162 shares				
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Hu, a member of BCMC VIII may be deemed to have shared power to vote these shares.				
REP PE	ORTING ERSON	7	SOLE DISPOSITIVE POWER 12,162 shares				
	WITH		SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Hu, a member of B deemed to have shared power to dispose of these shares.	IC VII	I. BC	CMC V	л́Ш,
9	AGGREGAT	TE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON		2,	601,22	20
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT C	OF CLASS R	EPRESENTED BY AMOUNT IN ROW 9		1.	2%	
12 TYPE OF REPORTING PERSON					IN	1	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.8%.

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1	NAME OF R	EPORTIN	G PERSON Mitchell H. Lasky				
2	CHECK THI	E APPROP	RIATE BOX IF A MEMBER OF A GROUP*	(a)		(b)	X
3	SEC USE ON	NLY					
4	CITIZENSH U.S. Citizen	IP OR PLA	CE OF ORGANIZATION				
NUMBER OF SHARES BENEFICIALLY		5	SOLE VOTING POWER 766,317 shares				
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Lasky, a member of BCMC VIII may be deemed to have shared power to vote these shares.				ЙП,
REI P	ED BY EACH PORTING ERSON WITH	7	SOLE DISPOSITIVE POWER 766,317 shares				
WITH		8	SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 ar BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Lasky, a member o deemed to have shared power to dispose of these shares.	AC VI	II. BC	CMC V	ЙП,
9	AGGREGAT	E AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		3,	,355,37	15
10	CHECK BO	X IF THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT C	OF CLASS	REPRESENTED BY AMOUNT IN ROW 9		1.	.5%	
12 TYPE OF REPORTING PERSON					Π	V	

\*Represents 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.1%.

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1	NAME OF F	REPORTING	G PERSON Chetan Puttagunta				
2	CHECK TH	E APPROPF	RIATE BOX IF A MEMBER OF A GROUP* (a)		(b)	X	
3	SEC USE O	NLY					
4	CITIZENSH U.S. Citizen						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5	SOLE VOTING POWER 121,522 shares				
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Puttagunta, a member of BCMC VIII, may be deemed to have shared power to vote these shares.				
REPO PE	ORTING RSON	7	SOLE DISPOSITIVE POWER 121,522 shares				
WITH		8	SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are dir BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC V the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Puttagunta, a member of may be deemed to have shared power to dispose of these shares.	/III. BC	CMC V	Ϋ́Π,	
9	AGGREGAT	TE AMOUN	T BENEFICIALLY OWNED BY EACH REPORTING PERSON	2	710,58	30	
10	CHECK BO	X IF THE A	GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11	PERCENT C	OF CLASS F	REPRESENTED BY AMOUNT IN ROW 9	1	2%		
12	TYPE OF R	EPORTING	PERSON	Π	N		

\*Represents of 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 0.9%.

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1	NAME OF F	REPORTIN	G PERSON Sarah E. Tavel			
2	CHECK TH	E APPROP	RIATE BOX IF A MEMBER OF A GROUP*	a) 🗆	(b)	X
3	SEC USE O	NLY				
4	CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen 5 SOLE VOTING POWER					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5	SOLE VOTING POWER 796,069 shares			
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Tavel, a member of B deemed to have shared power to vote these shares.	VIII. B	CMC V	√ÎII,
REI P	PORTING ERSON	7	SOLE DISPOSITIVE POWER 796,069 shares			
	WITH		SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Tavel, a member of B deemed to have shared power to dispose of these shares.	VIII. B	CMC V	√ÎII,
9	AGGREGAT	TE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		3,385,12	27
10	CHECK BO	X IF THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT C	OF CLASS	REPRESENTED BY AMOUNT IN ROW 9		1.5%	
12	TYPE OF R	EPORTING	F PERSON	I	IN	

\*Represents of 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.1%.

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1	NAME OF R	EPORTIN	G PERSON Eric Vishria			
2	CHECK THI	E APPROP	RIATE BOX IF A MEMBER OF A GROUP*	(a) 🗆	(b)	X
3	SEC USE O	NLY				
4	CITIZENSH U.S. Citizen	IP OR PLA	ACE OF ORGANIZATION			
NUMBER OF SHARES BENEFICIALLY		5	SOLE VOTING POWER 1,415,071 shares			
		6	SHARED VOTING POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are directly owned by BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCMC VIII. BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Vishria, a member of BCMC VIII, may be deemed to have shared power to vote these shares.		/III,	
RE	ED BY EACH PORTING PERSON WITH	7	SOLE DISPOSITIVE POWER 1,415,071 shares			
WITH		8	SHARED DISPOSITIVE POWER 2,589,058 shares*, of which 1,863,754 are directly owned by BCP VIII, 296,840 are BFF VIII, 412,473 are directly owned by BFF VIII –B and 15,991 are held by BCM the general partner of BCP VIII, BFF VIII and BFF VIII-B, and Vishria, a member of be deemed to have shared power to dispose of these shares.	C VIII. B	CMC V	/III,
9	AGGREGAT	TE AMOUN	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	4	4,004,12	29
10	CHECK BO	X IF THE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11	PERCENT C	OF CLASS	REPRESENTED BY AMOUNT IN ROW 9	1	.8%	
12	TYPE OF REPORTING PERSON				N	

\*Represents of 2,573,067 shares of Class B Common Stock held directly by BCP VIII, BFF VIII and BFF VIII-B, respectively. Each share of Class B Common Stock is convertible at the option of the holder into one share of Class A Common Stock. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding shares of Class A Common Stock only (assuming conversion of the 2,573,067 shares of Class B Common Stock held in aggregate by BCP VIII, BFF VIII and BFF VIII-B respectively). If the outstanding number of shares included both Class A Common Stock and Class B Common Stock, this percentage would be 1.3%.

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ITEM 1(A). NAME OF ISSUER

Confluent, Inc.

#### ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

899 W. Evelyn Avenue Mountain View, CA 94041

#### ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by BCP VIII, BFF VIII, BFF VIII -B, BCMC VIII, and Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel and Vishria. The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

BCMC VIII, the general partner of BCP VIII, BFF VIII and BFF VIII -B, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by BCP VIII, BFF VIII and BFF VIII -B.

Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel and Vishria are members of BCMC VIII and may be deemed to have shared power to vote and shared power to dispose of shares of the issuer directly owned by BCP VIII, BFF VIII and BFF VIII -B.

#### ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE

The address for each reporting person is:

Benchmark 2965 Woodside Road Woodside, California 94062

## ITEM 2(C). <u>CITIZENSHIP</u>

BCP VIII, BFF VIII and BFF VIII -B are Delaware limited partnerships. BCMC VIII is a Delaware limited liability company. Cohler, Fenton, Gurley, Hu, Lasky, Puttagunta, Tavel and Vishria are United States Citizens.

#### ITEM 2(D) and (E). <u>TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER</u>

Class A Common Stock CUSIP # 20717M103

ITEM 3. Not Applicable.

## ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

The following information with respect to the ownership of the Common Stock of the issuer by the persons filing this Statement is provided as of December 31, 2023 (based on 219,351,480 shares of Class A Common Stock and 88,523,598 shares of Class B Common Stock of the issuer outstanding as of October 25, 2023 as reported by the issuer on Form 10-Q for the period ended September 30, 2023 and filed with the Securities and Exchange Commission on November 1, 2023).

(a) <u>Amount beneficially owned</u>:

See Row 9 of cover page for each Reporting Person.

(b) <u>Percent of Class</u>:

See Row 11 of cover page for each Reporting Person.

- (c) <u>Number of shares as to which such person has</u>:
  - (i) <u>Sole power to vote or to direct the vote</u>:

See Row 5 of cover page for each Reporting Person.

(ii) <u>Shared power to vote or to direct the vote</u>:

See Row 6 of cover page for each Reporting Person.

(iii) <u>Sole power to dispose or to direct the disposition of</u>:

See Row 7 of cover page for each Reporting Person.

(iv) <u>Shared power to dispose or to direct the disposition of</u>:

See Row 8 of cover page for each Reporting Person.

# ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of 5 percent of the class of securities, check the following  $\boxtimes$ .

## ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Under certain circumstances set forth in the limited partnership agreements of BCP VIII, BFF VIII and BFF VIII-B, and the limited liability company agreement of BCMC VIII, the general and limited partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner or member, as the case may be.

## ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

Not applicable.

## SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February [\_\_\_] 2024

BENCHMARK CAPITAL PARTNERS VIII, L.P., a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND VIII, L.P., a Delaware Limited Partnership

BENCHMARK FOUNDERS' FUND VIII -B, L.P., a Delaware Limited Partnership

BENCHMARK CAPITAL MANAGEMENT CO. VIII, L.L.C., a Delaware Limited Liability Company

By: /s/ An-Yen Hu

An-Yen Hu Managing Member

MATTHEW R. COHLER PETER FENTON J. WILLIAM GURLEY ROBERT C. KAGLE MITCHELL H. LASKY CHETAN PUTTAGUNTA SARAH E. TAVEL ERIC VISHRIA

By: /s/ An-Yen Hu

An-Yen Hu Attorney-in-Fact\*

AN-YEN HU

\*Signed pursuant to a Power of Attorney already on file with the appropriate agencies.

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EXHIBIT INDEX

<u>Exhibit</u>

Exhibit A: Agreement of Joint Filing

Found on Sequentially <u>Numbered Page</u>

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# EXHIBIT A

## Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Class A common stock of Confluent, Inc. shall be filed on behalf of each of the undersigned. Note that copies of the applicable Agreement of Joint Filings are already on file with the appropriate agencies.