

SHOTSPOTTER, INC.
7979 Gateway Blvd., Suite 210
Newark, California 94560

July 27, 2018

Via EDGAR

U.S. Securities and Exchange Commission
Division of Corporation Finance
100 F Street, N.E.
Mail Stop 4720
Washington, D.C. 20549

Attn: Matthew Derby

Re: **ShotSpotter, Inc.**
Registration Statement on Form S-3
File No. 333-226052

Acceleration Request
Requested Date: July 27, 2018
Requested Time: 5:00 P.M. Eastern Daylight Time

Ladies and Gentlemen:

In accordance with Rule 461 under the Securities Act of 1933, as amended, the undersigned registrant (the "**Registrant**") hereby requests that the Securities and Exchange Commission (the "**Commission**") take appropriate action to cause the above-referenced Registration Statement on Form S-3 (File No. 333-226052) (the "**Registration Statement**") to become effective on July 27, 2018, at 5:00 p.m. Eastern Daylight Time, or as soon thereafter as is practicable, or at such later time as the Registrant may orally request via telephone call to the staff (the "**Staff**").

Very truly yours,

ShotSpotter, Inc.

By: /s/ Ralph A. Clark
Ralph A. Clark
Chief Executive Officer

cc:

Alan Stewart, ShotSpotter, Inc.
Sonya Strickler, ShotSpotter, Inc.
Robert Phillips, Cooley LLP
Jodie Bourdet, Cooley LLP
Amanda Busch, Cooley LLP