## FORM 4

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

OMB APPROVAL						
OMB Number:	3235-0287					
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hours per response	0.5					

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

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Ty	pe Response	s)																
1. Name and Address of Reporting Person * Clark Ralph A.				2. Issuer Name and Ticker or Trading Symbol SHOTSPOTTER, INC [SSTI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) C/O SHOTSPOTTER INC., 7979 GATEWAY BLVD, STE. 210				3. Date of Earliest Transaction (Month/Day/Year) 05/30/2019								X Officer (give title below) Other (specify below)  President and CEO				w)		
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)						_X	6. Individual or Joint/Group Filing/Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
NEWARK, CA 94560 (City) (State) (Zip)			(Zip)	Table L. Non-Derivative Securities Acqui						es Acquire	ired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year					(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		uired 5. O	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			6. 7. Ownership Form: B	7. Nature of Indirect Beneficial				
				(Month/Day/Year		Cod	e V	Amount	(A) or (D)	Price	(Instr. 3 and 4)				Ownership (Instr. 4)			
Commor	Stock		05/30/2019				S		4,623	D A	\$ 46.61 50	03,274	,274		)			
Commor	ı Stock		05/30/2019				S		2,877	D 4	\$ 47.34 50	00,397		]	)			
Commor	Common Stock 05/31/2019		05/31/2019			M		33,332	2 A	\$ 1.7 53	33,729			)				
Reminder:	Report on a s	separate line for each	h class of securities  Table II -	· Derivat	ive S	Securi	ities Acq	Perso in thi displ uired, Dis	ons who	are not i urrently	required to valid OME eficially Ov	o respond 3 control r	unless the	tion contain e form	ed SEC	1474 (9-02)		
Security (Instr. 3)		Exercise (Month/Day/Year) any (Month/Day/Year) introductive		4. 5. Nu f Transaction of De Code Secur (Instr. 8) Acqu or Di of (D		umber erivative rities uired (A) isposed (D) r. 3, 4,	6. Date Expiration	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s	Ownersh Form of Derivati Security Direct (I or Indire	Beneficial Ownershij (Instr. 4)			
							Code	v	(A)	(D)	Date Exercisal		iration e	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)
Stock Option (Right to Buy)	\$ 1.7	05/31/2019		М			33,332	(3)	07/	19/2026	Commo	n 33.332	\$ 0	34,316	D			

#### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Clark Ralph A. C/O SHOTSPOTTER INC. 7979 GATEWAY BLVD, STE. 210 NEWARK, CA 94560	X		President and CEO			

### **Signatures**

/s/ Ralph A. Clark	06/03/2019

Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* 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).
- The shares were sold at prices ranging from \$46.00 to \$46.99. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (2) The shares were sold at prices ranging from \$47.01 to \$47.62. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) 1/48th of the grant vests monthly for 48 months from July 19, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.