FORM 4

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

OMB APPROVAL					
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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	5)															
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_Director10% Owner							
(Last) (First) (Middle) C/O SHOTSPOTTER, INC., 7979 GATEWAY BLVD., STE. 210				3. Date of Earliest Transaction (Month/Day/Year) 03/09/2021							X Officer (give title below) Other (specify below) President and CEO						
(Street) NEWARK, CA 94560				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person						
(Cit		(State)	(Zip)	Table I - Non-Derivative Securities Acqu					s Acqui	uired, Disposed of, or Beneficially Owned							
1.Title of S (Instr. 3)	(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	Executi		(Instr. 8)		4. Securities Acq (A) or Disposed (Instr. 3, 4 and 5)		osed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		ed	Ownership Form:	Beneficial	
				(Month	/Day/Year	Co	de V	V A	,	(A) or (D)	Price	(Instr. 3 and 4) Direct (D) or Indirect (I) (Instr. 4)		Ownership (Instr. 4)			
Common	Stock		03/09/2021			Α	Λ.	18 (1)	3,115	A	\$ 0	495,690			D		
	Report on a s	separate line for each	n class of securities b	beneficia	lly owned	lirectly	Per in ti	sons	orm are i	not re	equired	d to re	espond	unless the	tion contai	ned SEC	1474 (9-02)
	Report on a s	separate line for each	Table II -	Derivati	ive Securi	ies Acq	Per in ti disp juired, E	sons his fo plays	orm are i s a curre	not rently v	equired alid O	d to re MB co	espond ontrol n	unless the		ned SEC	1474 (9-02)
Reminder:	,		Table II -	Derivati	ive Securi	ies Acq	Per in the disp quired, E	rsons his fo plays Dispos	orm are in a current sed of, or a currible s	not re ntly v Benef	equired valid O ficially ities)	d to re MB co	espond ontrol n	unless the	e form		, ,
	,	3. Transaction Date	Table II - 3A. Deemed Execution Date, if	Derivati (e.g., pu 4. Transac Code	ive Securi ts, calls, w 5. Nu tion of De Secur) Acqu	ies Acq arrants mber rivative ities gred (A) sposed	Per in the disputation of the di	rsons his for plays Dispos s, con e Exer tion D	sed of, or vertible section	Benefacturi	equired valid O ficially ities)	Owner and A lerlying ties	espond ontrol n d Amount	unless the umber.	9. Number Derivative Securities Beneficially Owned Following Reported Transaction	of 10. Owners Form o Derivat Securit Direct (or India (s) (I)	11. Natur of Indire Beneficia Ownersh (Instr. 4)
Reminder: 1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, if any	Derivati (e.g., pu 4. Transac Code	5. Nution of De Securior Di of (D	ies Acq arrants mber rivative ities red (A) sposed	Per in the dispusion of the second of the se	Psons his for plays Disposes, con Exertion Deh/Day	sed of, or vertible section	Benerated and the securion of the securior of the securion of the securion of the securior of the securior of	ficially (ties) 7. Title of Und	Owner and A derlying ties 3 and 4	espond ontrol n d Amount	8. Price of Derivative Security	9. Number Derivative Securities Beneficially Owned Following Reported	of 10. Owners Form o Derivat Securit Direct or India	11. Natur of Indire Beneficia Ownersh (Instr. 4)

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 Clark	03/11/2021
**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).
- (1) Represents Restricted Stock Units ("RSUs"). The RSUs will vest and become exercisable in a series of 16 successive equal quarterly installments measured from March 8, 2021, subject to Reporting Person's continued employment on each such anniversary.
- (2) The Stock Option will vest and become exercisable in a series of 48 successive equal monthly installments measured from March 8, 2021, subject to Reporting Person's continued employment on each such anniversary.

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.