FORM 4

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

OMB APPROVAL
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hours per response... 0.5

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

								11740							
es)															
1. Name and Address of Reporting Person* Klepper Robert Samuel				2. Issuer Name and Ticker or Trading Symbol SHOTSPOTTER, INC [SSTI]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% 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) SVP Marketing and Products				
(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				
(State)	(Zip)			т	ahle l	I - Non-	-Deri	vative Se	curitie	es Acquire	ed Disnosed	Lof or Ren	eficially Owi	ned	
1.Title of Security (Instr. 3) 2. Transac Date		2A. Deemed Execution Date, if		d	3. Transaction Code		on 4	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		quired 5 of (D)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership	7. Nature of Indirect Beneficial	
			/Day	//Year)	`		v	Amount		.	Instr. 3 and 4	·)		or Indirect (I)	Ownership (Instr. 4)
	03/09/2021						7	7,045	A		4,272			D	
	3A. Deemed Execution Date, if any	Transaction Code (Instr. 8)		Derivative Securities Acquired (A) or		Expiration Date			7. Title a of Under Securities	lying s	Derivative Security	Derivative Securities Beneficially Owned Following	Owners Form of Derivati Security Direct (1	Benefici Ownersh (Instr. 4)	
				of (D) (Instr.	3, 4,									(s) (I)	
		Code	v	(A)	(D)	Date Exerci	isable		ion	Title	Amount or Number of Shares				
										Commo	on 3,923				
1 1	of Reporting Person—amuel (First) (First) (Street) 4560 (State) a separate line for each as a separate line	of Reporting Person* amuel (First) (Middle) (FER, INC., 7979 GATEWAY (Street) 4560 (State) (Zip) 2. Transaction Date (Month/Day/Year) 03/09/2021 a separate line for each class of securities Table II - Table II - (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. A. Deemed Execution Date, if any (Month/Day/Year)	Code (Month/Day/Year) Table II - Derivation of Date (Month/Day/Year) Table II - Derivation of Date (Month/Day/Year) A. Issue SHOTS 3. Date of O3/09/2 4. If Amount of Amount of Carlot of Carlo	2. Issuer Na SHOTSPO (First) (Middle) 3. Date of Ea (03/09/2021) (Street) 4. If Amendment (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (State) (Zip) 2. Transaction Date (Month/Day/Year) 2. 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	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Klepper Robert Samuel C/O SHOTSPOTTER, INC. 7979 GATEWAY BLVD., STE. 210 NEWARK, CA 94560			SVP Marketing and Products				

Signatures

/s/ Robert S. Klepper	03/11/2021		
**Signature of Reporting Person	Date		

Explanation of Responses:

- \star 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.