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

OMB APPRO	VAL
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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

(Print or Type Responses) 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			ACCEPTATANT	3. Date of Earliest Transaction (Month/Day/Year) 03/25/2021						X Officer (give title below) Other (specify below) President and CEO					
(Street) NEWARK, CA 94560				4. If Amendment, Date Original Filed(Month/Day/Year)					_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				e)	
(City)		(State)	(Zip)			Table I -	- Non-Der	vative Se	curities	s Acquired	l, Disposed	of, or Bene	ficially Own	ed	
(Instr. 3) Date		2. Transaction Date (Month/Day/Year)	Execution	ecution Date, if		Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		ed	6. Ownership Form:	Beneficial	
				(Month	(Month/Day/Year)		e V	V Amount (A) or (D)		(In	(Instr. 3 and 4) Direct (D) or Indirect (I) (Instr. 4)		or Indirect (I)	Ownership (Instr. 4)	
Common	Stock		03/25/2021			M		15,000	A	\$ 3.06 51	0,690			D	
Reminder: R	Leport on a se	eparate line for each	class of securities b	eneficiall	ly owned o	lirectly or	Persor in this	s who re	not re	equired to	ollection o respond	unless the	tion contair form	ed SEC	1474 (9-02)
Reminder: R	deport on a se	eparate line for each	Table II -	Derivati	ve Securi	ties Acqu	Persor in this display	s who re form are as a curre	e not re ently v	equired to ralid OMB ficially Ow	respond of control n	unless the		ed SEC	1474 (9-02)
Reminder: R 1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table II -	Derivati (e.g., put 4. Transac Code	ve Securities, calls, we for Double Securition of Double Security or Direction of (Double Security)	ties Acquarrants, umber erivative rities uired (A) sposed (b) r. 3, 4,	Persor in this display tired, Dispoptions, co 6. Date Ex Expiration (Month/Date 1)	s who reform are as a current of sections of sections of sections of the secti	e not re ently v or Benef e securi	equired to valid OMB ficially Ow ties)	o respond of a control not	unless the umber. 8. Price of		of 10. Owners! Form of Derivati Security Direct (l or Indire	11. Natrof Indir Benefic Owners (Instr. 4
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II - 3A. Deemed Execution Date, if	Derivati (e.g., put 4. Transac Code	ve Securities, calls, we securities of Do Security or Di of (D (Instr	ties Acquarrants, imber crivative rities iired (A) isposed b) c. 3, 4,	Persor in this display tired, Dispoptions, co 6. Date Ex Expiration (Month/Date 1)	ss who reform are restances a current seed of, or one of the current seed of the curre	e not recently vor Benefice securi	equired to valid OMB ficially Ow ties) 7. Title an of Underly Securities	o respond of a control not	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	of 10. Owners! Form of Derivati Security Direct (l or Indire	11. Nation of Indirection Benefic Owners (Instr. 4

	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

Ralph Clark, by /s/ Ron A. Metzger, Attorney-in-Fact.	03/25/2021
**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) 1/48th of the grant vests monthly for 48 months from March 27, 2017.

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.