| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | | | | |
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| OMB Number: | 3235-0287 | | | | | | | | | | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| Instruction 1(| b). | | Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 | 934 |
|-----------------------------------------------------------------------------|---------|---------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|
| , | | | or Section 30(h) of the Investment Company Act of 1940 | |
| 1. Name and Address of Reporting Person [*] <u>Ment Jason P</u> | | Person [*] | 2. Issuer Name and Ticker or Trading Symbol <u>StepStone Group Inc.</u> [STEP] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title X Other (specify |
| (Last)(First)(MideC/O STEPSTONE GROUP INC.450 LEXINGTON AVENUE, 31ST FL | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/14/2023 | See remarks / See remarks |
| (Street) NEW YORK | NY | 10017 | 4. If Amendment, Date of 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 |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|--------|---------------|-------|-----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 02/14/2023 | | A | | 13,807 | A | (1) | 90,568 | D | |
| Class B Common Stock | | | | | | | | 781,407 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | (0) 1 | | | | | • • | | | | | | | |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|------------------------------------------------------------------|-----|---------------------|-------------------------|-------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deriv Secu Acqu (A) o Dispo of (D (Instr | | | Amount of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Represents the number of shares of Class A Common Stock issued to the Reporting Person pursuant to an award of restricted stock units under the Issuer's 2020 Long Term Incentive Plan. The award vests in equal annual installments on each of February 14, 2024, 2025, 2026 and 2027, subject to the Reporting Person's continued employment through the applicable vesting date.

Remarks:

President, Co-Chief Operating Officer and Member of 13D group that owns more than 10%

/s/ Jennifer Ishiguro, Attorneyin-fact for Jason P. Ment 02/16/2023

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See