SEC Form 4

C

(City)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

(State)

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

Form filed by More than One Reporting

Person

obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	4 hours per response: 0.
	or Section 30(h) of the Investment Company Act of 1940	
1. Name and Address of Reporting 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)
Keck Thomas		X Director 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title below) Conter (specify below)
C/O STEPSTONE GROUP INC.	10/29/2021	See Remarks
450 LEXINGTON AVENUE, 31ST FLOOR		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
NEW YORK NY 10017		X Form filed by One Reporting Person

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. Transaction Code (Instr. 8)					Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	10/29/2021		S		60,337	D	\$47.04(1)	150,230	Ι	By Trust
Class A Common Stock	11/01/2021		S		62,551	D	\$47.21 ⁽²⁾	87,679	Ι	By Trust
Class A Common Stock	11/02/2021		S		43,597	D	\$47.62 ⁽³⁾	44,082	Ι	By Trust
Class A Common Stock								55,750	D	
Class B Common Stock								1,099,332	Ι	By Cresta Capital, LLC
Class B Common Stock								3,147,166	Ι	By Old Salt Capital LLC
Class B Common Stock								650,000	Ι	By Trust

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

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 Expiration		Expiration Da	onth/Day/Year) Securities Underlying Derivative		Amount of Derivative Securities Security Underlying (Instr. 5) Derivative Security (Instr.		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. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan in multiple trades at prices ranging from \$46.55 to \$47.90. The price reported above reflects the weighted average sales price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan in multiple trades at prices ranging from \$46.59 to \$47.79. The price reported above reflects the weighted average sales price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

3. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan in multiple trades at prices ranging from \$46.01 to \$48.30. The price reported above reflects the weighted average sales price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

Remarks:

Member of 13D Group that owns more than 10%

/s/ Jennifer Ishiguro, Attorneyin-fact for Thomas Keck <u>11/02/2021</u>

** 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.