
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

SCHEDULE 14A

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

STEPSTONE GROUP INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
 - Fee paid previously with preliminary materials
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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P.O. BOX 8016, CARY, NC 27512-9903

StepStone Group Inc.
Important Notice Regarding the Availability of
Proxy Materials for the Stockholders Meeting To
Be Held On May 13, 2024
For Stockholders of record as of March 22, 2024

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain directions to attend the meeting, go to: www.proxydocs.com/STEP

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



For a convenient way to view proxy materials and VOTE go to
www.proxydocs.com/STEP

Have the 12 digit control number located in the shaded box above available
when you access the website and follow the instructions.

If you want to receive a paper or e-mail copy of the proxy material, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before May 3, 2024.

To order paper materials, use one of the following methods.


INTERNET
www.investorelections.com/STEP

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.


TELEPHONE
(866) 648-8133


*** E-MAIL**
paper@investorelections.com

* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

StepStone Group Inc.

Meeting Materials: Notice of Meeting and Proxy Statement & Annual Report on Form 10-K

Meeting Type: Special Meeting of Stockholders

Date: Monday, May 13, 2024

Time: 4:30 PM, Eastern Time

Place: Special Meeting to be held live via the Internet - please visit www.proxydocs.com/STEP for more details.

You must register to attend the meeting online and/or participate at www.proxydocs.com/STEP

SEE REVERSE FOR FULL AGENDA

StepStone Group Inc.

Special Meeting of Stockholders

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:
FOR PROPOSAL 1**

PROPOSAL

1. To approve, for purposes of complying with Nasdaq Listing Rule 5635, the issuance of shares of the Company's Class A common stock issuable pursuant to the terms of the Transaction Agreements, each dated February 7, 2024 between the Company and the other parties thereto, or related exchange agreement.