FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington.	D.C.	20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN
obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the

OMB APPROVAL **BENEFICIAL OWNERSHIP** 

	3235-028
Estimated average burden	
hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Maruszewski Mark</u>					2. Issuer Name and Ticker or Trading Symbol StepStone Group Inc. [ STEP ]								Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner						
	ast) (First) (Middle) O STEPSTONE GROUP INC. ULEXINGTON AVENUE, 31ST FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 03/23/2021								Officer (give title X Other (specify below)  See Remarks					
(Street) NEW Y		ΙΥ	10017		4. If Amendment, Date of O				ndment, 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					
(City)	(\$	State)	(Zip)										Person						
		T	able I - Nor	า-Deriva	tive S	Securit	ies Acq	uired,	Dis	posed of	, or Ben	eficially	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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a		(A) or . 3, 4 and 5)	and 5) Securities Beneficiall Owned Fol		Form	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									v	Amount	(A) or (D)	Price	Price Reported Transactio (Instr. 3 ar				(Instr. 4)		
Class B (	Common Sto	ock		09/30/2020				G	V	81,972	. D	\$0	3,799,629			D			
Class B Common Stock		09/30/2020				G V		81,972	. A	\$0	659,097		I		By Sconset Union Capital, LLC				
Class B Common Stock			03/23/2	23/2021			D <sup>(1)</sup>		299,629 D		\$0.001	3,500,000			D				
Class A (	Common St	ock		03/23/2	2021			C <sup>(1)</sup>		299,629	9 A	(2)	341,296			D			
Class A	Common St	ock		03/23/2	2021			S <sup>(3)</sup>		299,629	9 D	\$28.32	\$28.32 41,667			D			
			Table II -							osed of, c			wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	cise (Month/Day/Year)	3A. Deemed Execution Dat	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable an Expiration Date (Month/Day/Year)		isable and			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following	re es ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		Reported Transact (Instr. 4)	tion(s)				
Class B Units	(2)	09/30/2020		G	v		81,972	(2)		(2)	Class A Common Stock	81,972	(2)	3,799,629		D			
Class B Units	(2)	09/30/2020		G	V	81,972		(2)		(2) (2)		Class A Common Stock	81,972	\$0	659,097		I	By Sconset Union Capital, LLC	
Class B Units	(2)	03/23/2021		C <sup>(1)</sup>			299,629	(2)		(2)	Class A Common	299,629	(2)	3,500,	,000	D			

## **Explanation of Responses:**

- 1. On March 23, 2021, the Reporting Person exchanged 299,629 Class B Units of StepStone Group LP for 299,629 shares of Class A Common Stock. In connection with the exchange, 299,629 shares of Class B Common Stock were automatically redeemed and cancelled.
- 2. The Class B Units are exchangeable, on a one-for-one basis, for shares of Class A Common Stock of the Issuer. Upon exchange of a Class B Unit, the corresponding share of Class B Common Stock of the Issuer will be automatically redeemed and cancelled.
- 3. On March 23, 2021, the Reporting Person sold shares of Class A Common Stock in a secondary offering of Class A Common Stock by certain selling stockholders of the Issuer.

## Remarks:

Member of 13D Group that is deemed to own more than 10%

/s/ Jennifer Ishiguro, Attorneyin-fact for Mark Maruszewski

03/25/2021

\*\* 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.