1. Name and Address of Reporting Person: 
Thatcher Christopher  
C/O NEURONETICS, INC. 
3222 PHOENIXVILLE PIKE 
MALVERN PA 19355

2. Issuer Name and Ticker or Trading Symbol: 
Neuronetics, Inc. [STIM]

3. Date of Earliest Transaction (Month/Day/Year): 03/04/2020

4. If Amendment, Date of Original Filed (Month/Day/Year): 

5. Relationship of Reporting Person(s) to Issuer: 
- Director
- Officer (give title below): 
  President and CEO

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/04/2020</td>
<td>M</td>
<td>20,000</td>
<td>A</td>
<td>$0.87</td>
<td>249,811</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivatives Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (Right to Buy)</td>
<td>$0.87</td>
<td>03/04/2020</td>
<td>M</td>
<td>20,000</td>
<td>(1) 02/18/2025</td>
<td>Common Stock</td>
<td>20,000</td>
<td>$0.00</td>
<td>108,920</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses: 
1. All of the stock options are vested.

Remarks: 
/s/ Christopher Thatcher  
03/04/2020

/s/ Christopher Thatcher  
03/04/2020

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).


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.