**Statement of Changes in Beneficial Ownership**

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

### Form 4

<table>
<thead>
<tr>
<th>Security Code</th>
<th>Derivative Security Code</th>
<th>Date of Transaction (Month/Day/Year)</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>A1</td>
<td>01/02/2020</td>
<td>3,062</td>
<td>$4.49</td>
</tr>
<tr>
<td>Neuronetics, Inc.</td>
<td>3272</td>
<td>01/06/2020</td>
<td>6</td>
<td>32,722</td>
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</table>

**Remarks:**

/s/ Joshua Kaufman, Attorney-At-Law 01/06/2020

**Signature of Reporting Person Date**


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.

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**Explanation of Responses:**

1. Pursuant to the Issuer's non-employee directors compensation plan the Reporting Person elected to receive shares of the Issuer's Common Stock in lieu of a cash retainer.

2. Mr. Stephen M. Campe is an advisor to an affiliate of Investor Growth Capital, LLC ("Investor"). Investor, pursuant to Section 13 and Section 16 of the Securities Exchange Act of 1934 (the "Act"), separately reports its holdings with respect to the securities of Neuronetics, Inc. (the "Issuer").

3. Pursuant to Rule 13d-4 under the Act, Mr. Campe disclaims beneficial ownership of any of the Issuer's securities held by Investor. Moreover, Mr. Campe disclaims group membership with Investor (or any other entity or person) for the purposes of Section 13(d) of the Act, or for any other purpose.

4. Mr. Campe's interest in all of the Issuer's securities is limited to the extent of his pecuniary interest in such securities, if any, and neither the filing of this statement nor any of its contents will be deemed to constitute an admission by Mr Campe or any other person/entity, that he or it was, or is, the beneficial owner of any of the Issuer's securities for purposes of Section 16 of the Act, or for any other purpose.

**Remarks:**

**Signature of Reporting Person Date**

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