1. Name and Address of Reporting Person

Sullivan Keith J

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)

02/09/2022

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer

X Director

X Officer (give title below)

President and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

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>3A. 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 Acquired 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>02/09/2022</td>
<td>A</td>
<td>283,912(1)</td>
<td>A</td>
<td>$0(2)</td>
<td>914,465</td>
<td>D</td>
</tr>
</tbody>
</table>

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

Explanation of Responses:

1. Represents a restricted stock unit ("RSU") award that vests in three equal annual installments beginning on February 9, 2023, in each case subject to continuous service of the Reporting Person through such date.

2. Each RSU represents a contingent right to receive one share of the Issuer's common stock.

/s/ W. Andrew Macan

Attorney-in-Fact Keith J. Sullivan

02/11/2022

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).

** Signature of Reporting Person Date