NEURONETICS, INC.
(Exact name of registrant as specified in its charter)

3222 Phoenixville Pike, Malvern, PA
(Address of Principal Executive Offices)

Registrant’s telephone number, including area code: (610) 640-4202

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<table>
<thead>
<tr>
<th>Title of each class</th>
<th>Trading Symbol</th>
<th>Name of each exchange on which registered</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, $0.01 par value</td>
<td>STIM</td>
<td>The Nasdaq Global Market</td>
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</table>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☒

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐
(e) On February 29, 2024, the Compensation Committee of the Board of Directors (the “Board”) of Neuronetics, Inc. (the “Company”) approved annual cash incentive compensation awards for Stephen Furlong, the Company’s Executive Vice President, Chief Financial Officer and Treasurer, and W. Andrew Macan, the Company’s Executive Vice President, General Counsel, Chief Compliance Officer and Corporate Secretary, in the amounts of $226,341 and $206,747, respectively. In addition, the Compensation Committee recommended that the Board approve an annual cash incentive compensation award for Keith J. Sullivan, the Company’s President and Chief Executive Officer, in the amount of $660,800. The Board considered the Compensation Committee’s recommendation at its meeting on March 1, 2024 and approved the awards. The awards will be paid on or about March 7, 2024.
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEURONETICS, INC.

Date: March 6, 2024

By: /s/ W. Andrew Macan

Name: W. Andrew Macan
Title: EVP, General Counsel, Chief Compliance Officer and Corporate Secretary