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

1. Name and Address of Reporting Person
   Oringer Jonathan
   C/O SHUTTERSTOCK, INC.
   350 FIFTH AVENUE, 20TH FLOOR
   NEW YORK, NY 10118

2. Issuer Name and Ticker or Trading Symbol
   Shutterstock, Inc. [ SSTK ]

5. Relationship of Reporting Person(s) to Issuer
   X Director
   X 10% Owner
   EXECUTIVE CHAIRMAN

3. Date of Earliest Transaction (Month/Day/Year)
   03/01/2024

4. If Amendment, Date of Original Filed (Month/Day/Year)
   03/01/2024

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   X Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication
   X

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date of Transaction</th>
<th>Number of Securities Acquired</th>
<th>Price</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/03/2024</td>
<td>27,352</td>
<td>$50.47</td>
<td>1,381,708</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Date of Transaction</th>
<th>Number of Derivative Securities Acquired</th>
<th>Price of Derivative Security</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/03/2024</td>
<td>27,352</td>
<td>$50.47</td>
</tr>
</tbody>
</table>

Explaination of Responses:

1. Shares were sold pursuant to a duly adopted 10b5-1 trading plan entered into in accordance with the Issuer's insider trading policy. The plan provides for periodic sales of a total maximum of 2,100,000 shares over the period beginning on June 1, 2023 through May 31, 2024 and was entered into for investment diversification purposes.

2. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $50.00 to $50.32 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $50.00 to $50.87 per share. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Signature of Reporting Person

/s/ John Lapham, Attorney-in-Fact
03/05/2024

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.