



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

January 25, 2022

William Santana Li  
Chief Executive Officer  
Knightscope, Inc.  
1070 Terra Bella Avenue  
Mountain View, CA 94043

**Re: Knightscope, Inc.**  
**Offering Statement on Form 1-A**  
**Filed on January 21, 2022**  
**File No. 024-11680**

Dear Mr. Li:

This is to advise you that we do not intend to review your amendment.

We will consider qualifying your offering statement at your request. If a participant in your offering is required to clear its compensation arrangements with FINRA, please have FINRA advise us that it has no objections to the compensation arrangements prior to qualification.

We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Bradley Ecker at (202)-551-4985 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing