

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL	
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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* <u>MANDARELLO MICHAEL</u> (Last) (First) (Middle) <u>235 YORKLAND BLVD</u> <u>SUITE 900</u> (Street) <u>TORONTO Z4 M2J 4Y8</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/15/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Venus Concept Inc. [VERO]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>General Counsel</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	0	D	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	10/07/2019 ⁽¹⁾	10/07/2029	Common Stock	23,068	7.95	D	
Stock Option (Right to Buy)	03/20/2020 ⁽²⁾	03/20/2030	Common Stock	10,000	3.64	D	
Stock Option (Right to Buy)	07/17/2020 ⁽³⁾	07/17/2030	Common Stock	15,000	3.13	D	
Stock Option (Right to Buy)	03/26/2021 ⁽⁴⁾	03/26/2031	Common Stock	50,000	2.37	D	

Explanation of Responses:

- Option vests 25% on October 7, 2020 and the remainder vests 1/36th monthly over the next 36 months.
- Option vests equally over 16 consecutive quarters beginning on March 30, 2020.
- Option vests equally over 16 consecutive quarters beginning on July 17, 2020.
- Option vests equally over 16 consecutive quarters beginning on March 26, 2021.

/s/ Michael Mandarello 10/19/2021

** Signature of Reporting Person

Date

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 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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