SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104

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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* SUTTER HILL VENTURES			2. Date of Even Requiring State (Month/Day/Yea 10/11/2017	ment	3. Issuer Name and Ticker or Trading Symbol <u>Restoration Robotics Inc</u> [HAIR]					
(Last) (First) (Middle) 755 PAGE MILL ROAD, SUITE A-200					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)		
					Officer (give title below)	Other (spe below)		ndividual or Joint plicable Line)	/Group Filing (Check	
(Street)		04204 1005							y One Reporting Person	
PALO ALTO	CA	94304-1005						Form filed b Reporting P	y More than One erson	
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
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 Securit Underlying Derivative Securit		4. Conversio or Exercis	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
		Date Exercisable	Expiratior Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)			
Series A Prefei	red Stock		(1)	(1)	Common Stock	479,145	(1)	D		
Series B Prefer	red Stock		(1)	(1)	Common Stock	606,386	(1)	D		
Series C Prefer	red Stock		(1)	(1)	Common Stock	888,690	(1)	D		

Explanation of Responses:

1. The issuer's preferred stock will automatically convert into issuer's common stock on a one-to-one basis immediately prior to the closing of the issuer's initial public offering and has no expiration date. **Remarks:**

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/s/ Robert Yin, by power of <u>attorney</u>

10/11/2017

** 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.

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.

OMB APPROVAL

Know all by these presents, that the undersigned hereby authorizes David E. Sweet, Robert Yin, or Patricia Tom to execute for and on behalf of the undersigned Forms 3, 4, and 5, and any Amendments thereto for Restoration Robotics, Inc. (the "Company"), and cause such form(s) to be filed with the United States Securities and Exchange Commission pursuant to Section 16(a) of the Securities Act of 1934, relating to the undersigned's beneficial ownership of securities in the Company. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneyin-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such a capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

In witness whereof, the undersigned has caused this Power of Attorney to be executed as of this 6th day of October, 2017.

SUTTER HILL VENTURES, A CALIFORNIA LIMITED PARTNERSHIP

/s/ Jeffrey W. Bird Managing Director of the General Partner