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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names <input type="checkbox"/> None	Entity Type
0001409269	Restoration Robotics, Inc.	<input checked="" type="checkbox"/> Corporation
Name of Issuer	Restoration Robotics Inc	<input type="checkbox"/> Limited Partnership
Venus Concept Inc.		<input type="checkbox"/> Limited Liability Company
Jurisdiction of Incorporation/Organization		<input type="checkbox"/> General Partnership
DELAWARE		<input type="checkbox"/> Business Trust
Year of Incorporation/Organization		<input type="checkbox"/> Other (Specify)
<input checked="" type="checkbox"/> Over Five Years Ago		
<input type="checkbox"/> Within Last Five Years (Specify Year)		
<input type="checkbox"/> Yet to Be Formed		

2. Principal Place of Business and Contact Information

Name of Issuer			
Venus Concept Inc.			
Street Address 1	Street Address 2		
235 YORKLAND BLVD.	SUITE 900		
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
TORONTO	ONTARIO, CANADA	M2J 4Y8	877-848-8430

3. Related Persons

Last Name	First Name	Middle Name
Serafino	Domenic	
Street Address 1	Street Address 2	
235 Yorkland Blvd.	Suite 900	
City	State/Province/Country	ZIP/PostalCode
Toronto	ONTARIO, CANADA	M2J 4Y8
Relationship: <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Tammenoms Bakker	Juliet	
Street Address 1	Street Address 2	
235 Yorkland Blvd.	Suite 900	
City	State/Province/Country	ZIP/PostalCode
Toronto	ONTARIO, CANADA	M2J 4Y8
Relationship: <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Barry	Scott	
Street Address 1	Street Address 2	
235 Yorkland Blvd.	Suite 900	

City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Kong Garheng
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Lacchin Louise
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
LaPorte Fritz
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Natale Anthony
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Sullivan Keith
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Moll Frederic
Street Address 1 Street Address 2

235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Della Penna Domenic
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Di Sisto Domenic
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Georgiadis Anna
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Iger Yoni
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Kang Melissa
Street Address 1 Street Address 2
235 Yorkland Blvd. Suite 900
City State/Province/Country ZIP/PostalCode
Toronto ONTARIO, CANADA M2J 4Y8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
Kelley William

Street Address 1

235 Yorkland Blvd.

City

Toronto

Relationship: Executive Officer Director Promoter

Street Address 2

Suite 900

State/Province/Country

ONTARIO, CANADA

ZIP/PostalCode

M2J 4Y8

Clarification of Response (if Necessary):

Last Name

Sinay

First Name

Soeren

Middle Name

Maor

Street Address 1

235 Yorkland Blvd.

Street Address 2

Suite 900

City

Toronto

State/Province/Country

ONTARIO, CANADA

ZIP/PostalCode

M2J 4Y8

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name

Vaynberg

First Name

Boris

Middle Name

Street Address 1

235 Yorkland Blvd.

Street Address 2

Suite 900

City

Toronto

State/Province/Country

ONTARIO, CANADA

ZIP/PostalCode

M2J 4Y8

Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

4. Industry Group

Agriculture

Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Health Care

Biotechnology

Health Insurance

Hospitals & Physicians

Pharmaceuticals

Other Health Care

Manufacturing

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Retailing

Restaurants

Technology

Computers

Telecommunications

Other Technology

Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input checked="" type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

<input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii))	<input type="checkbox"/> Investment Company Act Section 3(c)	
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input type="checkbox"/> Rule 505	<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input checked="" type="checkbox"/> Rule 506(b)	<input type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Rule 506(c)	<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
<input type="checkbox"/> Securities Act Section 4(a)(5)	<input type="checkbox"/> Section 3(c)(7)	

7. Type of Filing

New Notice Date of First Sale 2019-11-07 First Sale Yet to Occur
 Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes No

9. Type(s) of Securities Offered (select all that apply)

<input checked="" type="checkbox"/> Equity	<input type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input checked="" type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<input checked="" type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	<input type="checkbox"/> Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient Evercore Group L.L.C. (Associated) Broker or Dealer <input checked="" type="checkbox"/> None None	Recipient CRD Number <input type="checkbox"/> None 42405 (Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None None
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Street Address 1

56 East 52nd St.

City

New York

State(s) of Solicitation (select all that apply)
Check "All States" or check individual States All States

Street Address 2

State/Province/Country

NEW YORK

ZIP/Postal Code

10004

Foreign/non-US

- RHODE ISLAND
- NEW YORK
- GEORGIA
- CALIFORNIA
- VIRGINIA
- OHIO
- FLORIDA
- MASSACHUSETTS
- ARKANSAS
- UTAH
- ILLINOIS
- CONNECTICUT
- WEST VIRGINIA
- DISTRICT OF COLUMBIA
- KENTUCKY
- ARIZONA
- MONTANA
- OREGON
- LOUISIANA
- WASHINGTON
- NEW JERSEY
- PUERTO RICO
- ALASKA
- ALABAMA
- TEXAS
- COLORADO
- PENNSYLVANIA
- NORTH CAROLINA

Recipient

Oppenheimer & Co. Inc.

(Associated) Broker or Dealer None

None

Street Address 1

85 Broad St. 22nd

City

New York

State(s) of Solicitation (select all that apply)
Check "All States" or check individual States All States

Recipient CRD Number None

249

(Associated) Broker or Dealer CRD Number None

None

Street Address 2

State/Province/Country

NEW YORK

ZIP/Postal Code

10004

Foreign/non-US

Recipient

Northland Securities, Inc.

(Associated) Broker or Dealer None

None

Street Address 1

150 South Fifth Street

City

Recipient CRD Number None

40258

(Associated) Broker or Dealer CRD Number None

None

Street Address 2

Suite 3300

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation (select all that apply) All States

Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount \$50,516,865 USD or Indefinite

Total Amount Sold \$50,516,865 USD

Total Remaining to be Sold \$0 USD or Indefinite

Clarification of Response (if Necessary):

\$28,064,925 for units of Common Stock and Warrants; remaining \$22,451,940 is the aggregate exercise price for the Warrants.

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$1,050,000 USD Estimate

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Venus Concept Inc.	/s/ Domenic DiSisto	Domenic Di Sisto	GC and Corp. Sec.	2019-11-18

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.
