

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

<b>1. Name and Address of Reporting Person*</b> <u>Kliman Gilbert H</u> <hr/> (Last) (First) (Middle) <u>C/O RESTORATION ROBOTICS, INC.</u> <u>128 BAYTECH DRIVE</u> <hr/> (Street) <u>SAN JOSE CA 95134</u> <hr/> (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>Restoration Robotics Inc [ HAIR ]</u> <hr/> <b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>10/16/2017</u> <hr/> <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/16/2017		C		1,538,461	A	(1)	1,538,461	I	See Footnote <sup>(2)</sup>
Common Stock	10/16/2017		C		1,647,297	A	(1)	3,185,758	I	See Footnote <sup>(2)</sup>
Common Stock	10/16/2017		C		170,028	A	\$7	3,355,786	I	See Footnote <sup>(2)</sup>

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B Preferred Stock	(1)	10/16/2017		C		1,538,461		(1)	(3)	Common Stock	1,538,461	(1)	0	I	See Footnote <sup>(2)</sup>
Series C Preferred Stock	(1)	10/16/2017		C		1,647,297		(1)	(3)	Common Stock	1,647,297	(1)	0	I	See Footnote <sup>(2)</sup>
Convertible Promissory Note	\$7	10/16/2017		C		\$1,183,713.69 <sup>(4)</sup>		(4)	(4)	Common Stock	170,028	(4)	0	I	See Footnote <sup>(2)</sup>

**Explanation of Responses:**

- The shares of the Issuer's Preferred Stock automatically converted into shares of the Issuer's Common Stock, for no additional consideration, on a 1:1 basis immediately prior to the consummation of the Issuer's Initial Public Offering (the "IPO").
- The shares are directly held by InterWest Partners IX, LP ("IWP IX"). InterWest Management Partners IX, LLC ("IWM LLC"), as the general partner of IWP IX, may be deemed to beneficially own the shares held by IWP IX. The Reporting Person is a managing director of IWM LLC, and as such may be deemed to beneficially own the shares held by IWP IX. The Reporting Person disclaims beneficial ownership of such shares except to the extent of any pecuniary interest therein.
- The expiration date is not relevant to the conversion of these securities.
- The amount reported in column 5 is the principal amount of Reporting Person's Convertible Promissory Note (the "Note"). The outstanding principal and accrued interest of the Note automatically converted into shares of the Issuer's Common Stock at the price per share available to the public as set forth in the final prospectus related to the Issuer's IPO upon the closing of the IPO.

/s/ Charlotte Holland, Attorney- 10/16/2017  
in-Fact for Gilbert H Kliman

\*\* 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 4 (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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