

**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>Longitude Capital Partners II, LLC</u> <hr/> (Last) (First) (Middle) 2740 SAND HILL ROAD, SECOND FLOOR <hr/> (Street) MENLO PARK CA 94025 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/07/2019	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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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	3,666,119 <sup>(1)</sup>	I	By Longitude Venture Partners II, L.P. <sup>(2)</sup>

**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			

1. Name and Address of Reporting Person\*  
Longitude Capital Partners II, LLC  


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 (Last) (First) (Middle)  
 2740 SAND HILL ROAD, SECOND FLOOR  


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 (Street)  
 MENLO PARK CA 94025  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Longitude Venture Partners II, L.P.  


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 (Last) (First) (Middle)  
 2740 SAND HILL ROAD, SECOND FLOOR  


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 (Street)  
 MENLO PARK CA 94025  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
ENRIGHT PATRICK G  


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 (Last) (First) (Middle)  
 2740 SAND HILL ROAD, SECOND FLOOR  


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 (Street)  
 MENLO PARK CA 94025  


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 (City) (State) (Zip)

**Explanation of Responses:**

1. These shares were received in connection with the merger of a wholly-owned subsidiary of Restoration Robotics, Inc. with and into Venus Concept Ltd. (the "Merger") (i) 3,476,583 were received, in exchange for 2,192,736 shares, 3,287,420 shares and 548,185 shares of Series A Preferred Stock, Series B Preferred Stock and ordinary shares of Venus Concept Ltd., respectively and (ii) 189,535 were received, upon the conversion of the outstanding principal and any accrued and unpaid interest of three 8% Convertible Promissory Notes issued by Venus Concept Ltd., dated as of June 25, 2019, August 14, 2019 and August 21, 2019, in the original principal amounts of \$300,000, \$197,142.85 and \$802,857.15, respectively.

2. These shares are held directly by Longitude Venture Partners II, L.P. ("Longitude Venture II"). Longitude Capital Partners II, LLC ("Longitude Capital II") is the general partner of Longitude Venture II and may be deemed to have shared voting, investment and dispositive power with respect to these securities. Ms. Tammenoms Bakker, who is a member of the Issuer's board of directors, and Patrick G. Enright, are the managing members of Longitude Capital II (each a "Manager" and collectively, the "Managers") and may each be deemed to share voting, investment and dispositive power with respect to these securities. Each of Longitude Capital II and the Managers disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their respective pecuniary interests therein.

**Remarks:**

[Longitude Capital Partners II, LLC, By:/s/ Patrick Enright, managing member](#) [11/07/2019](#)

[Longitude Venture Partners II, L.P., By:/s/ Patrick Enright, managing member of the general partner](#) [11/07/2019](#)

[/s/ Patrick Enright](#) [11/07/2019](#)

\*\* 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.**