

SOLTA MEDICAL INC
Form SC 13G/A
February 07, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 1)*

Solta Medical, Inc. (f/k/a Thermage, Inc.)
(Name of Issuer)

Common Stock
(Title of Class of Securities)

83438K103
(CUSIP Number)

December 31, 2013
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

<input type="checkbox"/>	Rule 13d-1(b)
<input checked="" type="checkbox"/>	Rule 13d-1(c)
<input type="checkbox"/>	Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

Page 1 of 20 Pages

Exhibit Index on Page 18

CUSIP NO. 83438K103 13 G Page 2 of 20 Pages

NAME OF REPORTING

SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1

Delphi Ventures VII, L.P. ("DV VII")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2(a) (b) x

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Delaware

NUMBER OF SOLE VOTING POWER

5
0 shares.

SHARES

BENEFICIALLY 6 SHARED VOTING POWER

See response to row 5.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

REPORTING 0 shares.

PERSON

8 SHARED DISPOSITIVE POWER

See response to row 7.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

12 TYPE OF REPORTING PERSON PN

CUSIP NO. 83438K103 13 G Page 3 of 20 Pages

NAME OF REPORTING

SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1

Delphi BioInvestments VII, L.P. ("DBI VII")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF SOLE VOTING POWER

5

0 shares.

SHARES

BENEFICIALLY SHARED VOTING POWER

6

See response to row 5.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

REPORTING 0 shares.

PERSON

8 SHARED DISPOSITIVE POWER

See response to row 7.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9

REPORTING PERSON

0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10

EXCLUDES CERTAIN SHARES

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

12 TYPE OF REPORTING PERSON

PN

CUSIP NO. 83438K103 13 G Page 4 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Delphi Management Partners VII, L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF SOLE VOTING POWER

5

0 shares.

SHARES

BENEFICIALLY SHARED VOTING POWER

6

See response to row 5.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

REPORTING 0 shares.

PERSON

8 SHARED DISPOSITIVE POWER

See response to row 7.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

12 TYPE OF REPORTING PERSON OO

CUSIP NO. 83438K103 13 G Page 5 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Delphi Ventures V, L.P. ("DV V")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF SOLE VOTING POWER

SHARES 717,624 shares, except that Delphi Management Partners V, L.L.C. ("DMP V"), the general partner of DV V, may be deemed to have sole power to vote these shares, and James J. Bochnowski ("Bochnowski"), David L. Douglass ("Douglass"), Donald J. Lothrop ("Lothrop"), and Kevin L. Roberg ("Roberg"), the managing members of DMP V, may be deemed to have shared power to vote these shares.

BENEFICIALLY

6 SHARED VOTING POWER

OWNED BY EACH

See response to row 5.

REPORTING

SOLE DISPOSITIVE POWER

PERSON

717,624 shares, except that DMP V, the general partner of DV V, may be deemed to have sole power to dispose of these shares, and Bochnowski, Douglass, Lothrop, and Roberg, the managing members of DMP V, may be deemed to have shared power to dispose of these shares.

WITH

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON

717,624

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON

PN

CUSIP NO. 83438K103 13 G Page 6 of 20 Pages

NAME OF REPORTING

1 ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Delphi BioInvestments V, L.P. ("DBI V")

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF SOLE VOTING POWER

SHARES 57,782 shares, except that DMP V, the general partner of DBI V, may be deemed to have sole power to vote these shares, and Bochnowski, Douglass, Lothrop, and Roberg, the managing members of DMP V, may be deemed to have shared power to vote these shares.

BENEFICIALLY

SHARED VOTING POWER

6

See response to row 5.

OWNED BY
EACH

REPORTING SOLE DISPOSITIVE POWER

PERSON 77,782 shares, except that DMP V, the general partner of DBI V, may be deemed to have sole power to dispose of these shares, and Bochnowski, Douglass, Lothrop, and Roberg, the managing members of DMP V, may be deemed to have shared power to dispose of these shares.

WITH 8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 7,782

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON PN

CUSIP NO. 83438K103 13 G Page 7 of 20 Pages

NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Delphi Management Partners V, L.L.C.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

NUMBER OF SOLE VOTING POWER

SHARES

725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. DMP V, the general partner of DV V and DBI V, may be deemed to have sole power to vote these shares, and Bochnowski, Douglass, Lothrop, and Roberg, the managing members of DMP V, may be deemed to have shared power to vote these shares.

BENEFICIALLY

6 SHARED VOTING POWER

OWNED BY EACH

See response to row 5.

REPORTING

SOLE DISPOSITIVE POWER

PERSON 7 725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. DMP V, the general partner of DV V and DBI V, may be deemed to have sole power to dispose of these shares, and Bochnowski, Douglass, Lothrop, and Roberg, the managing members of DMP V, may be deemed to have shared power to dispose of these shares.

WITH

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

725,406

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON

OO

CUSIP NO. 83438K103 13 G Page 8 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

James J. Bochnowski

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5

0 shares

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Bochnowski is a managing member of DMP V, the general partner of DV V and DBI V, the general partner of DV V and DBI V, and may be deemed to have shared power to vote these shares.

OWNED BY
EACH

REPORTING

SOLE DISPOSITIVE POWER

7

0 shares

PERSON

WITH

8 SHARED DISPOSITIVE POWER

725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V V. Bochnowski is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to dispose of these shares.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9

REPORTING PERSON

725,406

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10

EXCLUDES CERTAIN SHARES

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON

IN

CUSIP NO. 83438K103 13 G Page 9 of 20 Pages

NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

David L. Douglass

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5

0 shares

SHARES

SHARED VOTING POWER

BENEFICIALLY

6725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Douglass is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to vote these shares.

OWNED BY
EACH

REPORTING PERSON SOLE DISPOSITIVE POWER

7
0 shares

PERSON

8 SHARED DISPOSITIVE POWER

WITH

725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Douglass is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON	725,406
------------------	---------

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES	..
-------------------------	----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON

IN

Page 10 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Douglas A. Roeder

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5

1,000 shares

SHARES

BENEFICIALLY SHARED VOTING POWER

6

0 shares.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

REPORTING 1,000 shares

PERSON

8 SHARED DISPOSITIVE POWER

0 shares.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON 1,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON IN

Page 11 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Deepika R. Pakianathan, Ph.D.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5
0 shares

SHARES

BENEFICIALLY SHARED VOTING POWER

6
0 shares.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

REPORTING 0 shares

PERSON

8 SHARED DISPOSITIVE POWER

0 shares.

WITH

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

9 REPORTING PERSON 0

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

10 EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON IN

Page 12 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Donald J. Lothrop

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5

0 shares

SHARES

SHARED VOTING POWER

BENEFICIALLY

6725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Lothrop is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to vote these shares.

OWNED BY
EACH

REPORTING PERSON SOLE DISPOSITIVE POWER
 7
 0 shares

PERSON

WITH 8 SHARED DISPOSITIVE POWER
 725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Lothrop is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 725,406

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.9%

12 TYPE OF REPORTING PERSON IN

Page 13 of 20 Pages

NAME OF REPORTING

ISS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Kevin L. Roberg

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a) (b)

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

U.S. Citizen

NUMBER OF SOLE VOTING POWER

5

0 shares

SHARES

SHARED VOTING POWER

BENEFICIALLY

6725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Roberg is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to vote these shares.

OWNED BY
EACH

REPORTING PERSON SOLE DISPOSITIVE POWER

7
0 shares

PERSON

8 SHARED DISPOSITIVE POWER

WITH

725,406 shares, of which 717,624 are directly owned by DV V and 7,782 are directly owned by DBI V. Roberg is a managing member of DMP V, the general partner of DV V and DBI V, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON 725,406

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES ..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.9%

12 TYPE OF REPORTING PERSON

IN

CUSIP NO. 83438K103 13 G Page 14 of 20

This Amendment No. 1 amends and restates in its entirety the Schedule 13G previously filed by the Reporting Persons (together with all prior and current amendments thereto, this "Schedule 13G").

NAME OF ISSUER:

ITEM 1(A).

Solta Medical, Inc. (f/k/a Thermage, Inc.)

ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

ITEM 1(B).

25881 Industrial Boulevard
Hayward, CA 94545

NAME OF PERSONS FILING:

This statement is filed by Delphi Ventures VII, L.P., a Delaware limited partnership ("DV VII"), Delphi BioInvestments VII, L.P., a Delaware limited partnership ("DBI VII"), Delphi Management Partners VII, L.L.C., a Delaware limited liability company ("DMP VII") and the general partner of DV VII and DBI VII, Delphi Ventures V, L.P., a Delaware limited partnership ("DV V"), Delphi

ITEM 2(A). BioInvestments V, L.P., a Delaware limited partnership ("DBI V"), Delphi Management Partners V, L.L.C., a Delaware limited liability company ("DMP V") and the general partner of DV V and DBI V, and James J. Bochnowski ("Bochnowski"), David L. Douglass ("Douglass"), Douglas A. Roeder ("Roeder"), Deepika R. Pakianathan, Ph.D. ("Pakianathan"), Donald J. Lothrop ("Lothrop"), and Kevin L. Roberg ("Roberg"). Bochnowski, Douglass, Roeder and Pakianathan are the managing members of DMP VII. Bochnowski, Douglass, Roberg and Lothrop are the managing members of DMP V. The foregoing entities and individuals are collectively referred to as the "Reporting Persons."

DMP VII is the general partner of DV VII and DBI VII and may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by DV VII and DBI VII. Bochnowski, Douglass, Roeder and Pakianathan are the managing members of DMP VII and may be deemed to have shared power to vote and shared power to dispose of the shares of the issuer directly owned by DV VII and DBI VII.

DMP V is the general partner of DV V and DBI V and may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by DV V and DBI V. Bochnowski, Douglass, Lothrop, and Roberg are the managing members of DMP V and may be deemed to have shared power to vote and shared power to dispose of the shares of the issuer directly owned by DV V and DBI V.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE:

The address of the principal business office for each of the Reporting Persons is:

Delphi Ventures
3000 Sand Hill Road
Building 1 – Suite 135
Menlo Park, CA 94025

CITIZENSHIP:

ITEM DV VII, DBI VII, DV V and DBI V are Delaware limited partnerships. DMP VII and DMP V are Delaware
2(C) limited liability companies. Bochnowski, Douglass, Roeder, Pakianathan, Lothrop and Roberg are United States citizens.

CUSIP NO. 83438K103 13 G Page 15 of 20

ITEM 2(D) AND ITEM 2(E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER:

Common Stock

CUSIP # 83438K103

ITEM 3. Not Applicable.

OWNERSHIP:

ITEM

4. The following information with respect to the ownership of the Common Stock of the issuer by the persons filing this Statement is provided as of December 31, 2008:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

ITEM

5. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: S Yes

OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

ITEM 6.

Please see Item 5.

CUSIP NO. 83438K103 13 G Page 16 of 20

IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

7. Not applicable.

IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

ITEM 8. Not applicable.

NOTICE OF DISSOLUTION OF GROUP:

ITEM 9. Not applicable.

CERTIFICATION:

ITEM 10. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 17 of 20 Pages

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 6, 2014

Entities:

DELPHI MANAGEMENT PARTNERS VII, L.L.C.

DELPHI VENTURES VII, L.P.
DELPHI BIOINVESTMENTS VII, L.P.

By: /s/ Matthew T. Potter
Matthew T. Potter, Attorney-in-fact
for above-listed entities

DELPHI MANAGEMENT PARTNERS V, L.L.C.

DELPHI VENTURES V, L.P.
DELPHI BIOINVESTMENTS V, L.P.

Individuals:

James J. Bochnowski
David L. Douglass
Douglas A. Roeder
Deepika R. Pakianathan, Ph.D.
Donald J. Lothrop
Kevin L. Roberg

By: /s/ Matthew T. Potter
Matthew T. Potter, Attorney-in-fact
for above-listed individuals

Page 18 of 20 Pages

EXHIBIT INDEX

Exhibit	Found on Sequentially Numbered Page
Exhibit A: Agreement of Joint Filing	19
Exhibit B: Power of Attorney	20

Page 19 of 20 Pages

exhibit A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of Solta Medical, Inc. shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.

Page 20 of 20 Pages

exhibit B

Power of Attorney

Matthew T. Potter has signed this Schedule 13G as Attorney-In-Fact. Note that copies of the applicable Power of Attorney are already on file with the appropriate agencies.