

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>NOHRA GUY P</u> <hr/> (Last) (First) (Middle) <u>ONE EMBARCADERO CENTER</u> <hr/> (Street) <u>SAN FRANCISCO CA 94111</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CUTERA INC [ CUTR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/22/2005</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	02/22/2005	(1)	J(2)		987,524 <sup>(3)</sup>	D	\$0.00 <sup>(2)</sup>	0	I	See footnotes <sup>(4)(5)</sup>
Common Stock	02/22/2005	(1)	J(6)		12,476 <sup>(7)</sup>	D	\$0.00 <sup>(6)</sup>	0	I	See footnotes <sup>(4)(5)</sup>
Common Stock	02/22/2005	(1)	J(4)		1,737 <sup>(4)</sup>	A	\$0.00 <sup>(4)</sup>	1,737	D	

**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					

1. Name and Address of Reporting Person\*  
NOHRA GUY P  


---

 (Last) (First) (Middle)  
ONE EMBARCADERO CENTER  


---

 (Street)  
SAN FRANCISCO CA 94111  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
ALTA CALIFORNIA PARTNERS II LP  


---

 (Last) (First) (Middle)  
ONE EMBARCADERO CENTER  


---

 (Street)  
SAN FRANCISCO CA 94111  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
ALTA EMBARCADERO PARTNERS II LLC

(Last) (First) (Middle)

ONE EMBARCADERO CENTER

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

GRUENER GARRETT

(Last) (First) (Middle)

ONE EMBARCADERO CENTER

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

JANNEY DANIEL

(Last) (First) (Middle)

ONE EMBARCADERO CENTER  
SUITE 4050

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

ALTA CALIFORNIA MANAGEMENT  
PARTNERS II LLC

(Last) (First) (Middle)

ONE EMBARCADERO CENTER

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

MARDUEL ALIX

(Last) (First) (Middle)

ONE EMBARCADERO CENTER  
SUITE 4050

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

ALTA PARTNERS

(Last) (First) (Middle)

ONE EMBARCADERO CENTER  
SUITE 4050

(Street)

SAN FRANCISCO CA 94111

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

DELEAGE JEAN

(Last)	(First)	(Middle)
ONE EMBARCADERO CENTER		
<hr/>		
(Street)		
SAN FRANCISCO CA		94111
<hr/>		
(City)	(State)	(Zip)

**Explanation of Responses:**

- n/a
- Alta California Partners II, L.P. distributed 987,524 shares of Cutera, Inc. Common Stock to its Partners based on their respective capital interests in the Fund in accordance with the Partnership Agreement without the receipt of additional consideration from such Partners.
- On 2/22/05, Alta California Partners II, L.P. distributed its 987,524 shares to its general & limited partners.
- Guy Nohra, Director, is a member of Alta California Management Partners II, LLC (which is the general partner of Alta California Partners II, L.P. ("ACPII")) & a member of Alta Embarcadero Partners II, LLC ("AEPPI"). As a member of ACPII & AEPPI, he may be deemed to share voting & investment powers over the shares held by such funds. He disclaims beneficial ownership of all such shares held by the foregoing funds, except to the extent of his proportionate pecuniary interest therein. As a result of the 2/22/05 stock distributions, Mr. Nohra received 1,737 shares of Common Stock in accordance with his capital interests in the Funds without additional consideration being paid to the Funds.
- Alta Partners ("AP") provides investment advisory services to several venture capital funds including Alta California Partners II, L.P. ("ACPII") & Alta Embarcadero Partners II, LLC ("AEPPI"). The general partner of ACPII and members of AEPPI exercise sole voting & investment powers in respect to the shares owned by such funds. The principals of AP are Jean Deleage, Garrett Gruener, Guy Nohra, Daniel Janney and Alix Marduel (collectively known as the "principals"). Certain principals of AP are members of Alta California Management Partners II, LLC (which is the general partner of ACPII) & members of AEPPI. As members of such entities, they may be deemed to share voting & investment powers over the shares held by such funds. The principals of AP disclaim beneficial ownership of all such shares held by the foregoing funds, except to their proportionate pecuniary interests therein.
- Alta Embarcadero Partners II, LLC distributed 12,476 shares of Cutera, Inc. Common Stock to its Members based on their respective capital interests in the Fund in accordance with the LLC Agreement without receipt of additional consideration from such Members.
- On 2/22/05, Alta Embarcadero Partners II, LLC distributed its 12,476 shares to its members.

**Remarks:**

<a href="#">Guy Nohra</a>	<a href="#">02/23/2005</a>
<a href="#">Guy Nohra, Member</a>	<a href="#">02/23/2005</a>
<a href="#">Guy Nohra, Member</a>	<a href="#">02/23/2005</a>
<a href="#">Garrett Gruener</a>	<a href="#">02/23/2005</a>
<a href="#">Daniel Janney</a>	<a href="#">02/23/2005</a>
<a href="#">Guy Nohra, Member</a>	<a href="#">02/23/2005</a>
<a href="#">Alix Marduel</a>	<a href="#">02/23/2005</a>
<a href="#">Guy Nohra, Vice President</a>	<a href="#">02/23/2005</a>
<a href="#">Jean Deleage</a>	<a href="#">02/23/2005</a>

\*\* 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.

**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.**