

SOLTA MEDICAL INC  
 Form 3  
 January 20, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Â NICHOLSON BARCLAY (Last) (First) (Middle)  3200 ALPINE RD,Â C/O THREE ARCH PARTNERS (Street)  PORTOLA VALLEY,Â CAÂ 94028 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/23/2008	3. Issuer Name and Ticker or Trading Symbol SOLTA MEDICAL INC [SLTM]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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**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	6,285,596	I	See Footnote. <u>(1)</u>
Common Stock	297,137	I	See Footnote. <u>(2)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICHOLSON BARCLAY 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^
THREE ARCH CAPITAL LP 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^
TAC ASSOCIATES LP 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^
TAC MANAGEMENT LLC 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^
JAEGER WILFRED E 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^
WAN MARK A 3200 ALPINE RD C/O THREE ARCH PARTNERS PORTOLA VALLEY, CA 94028	^	^ X	^	^

## Signatures

Barclay Nicholson	01/20/2009
__Signature of Reporting Person	Date
Three Arch Capital, L.P., by TAC Management, L.L.C., its general partner, by Barclay Nicholson, a managing member	01/20/2009
__Signature of Reporting Person	Date
TAC Associates, L.P., by TAC Management, L.L.C., its general partner, by Barclay Nicholson, a managing member	01/20/2009
__Signature of Reporting Person	Date
TAC Management, L.L.C., by Barclay Nicholson, a managing member	01/20/2009

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	__Signature of Reporting Person	Date
Wilfred Jaeger		01/20/2009
	__Signature of Reporting Person	Date
Mark Wan		01/20/2009
	__Signature of Reporting Person	Date

## Explanation of Responses:

- \* 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).

(1) Shares are held directly by Three Arch Capital, L.P. ("TAC"). Mark Wan ("Wan"), Wilfred Jaeger ("Jaeger") and Barclay Nicholson ("Nicholson") are managing members of, and have certain voting rights in, TAC Management, L.L.C. ("TACM"), which is the General Partner of TAC. TACM may be deemed to have sole voting and dispositive power over the shares which are owned directly by TAC, but disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. Each of Wan, Jaeger and Nicholson may be deemed to have shared voting and dispositive power over the shares which are owned directly by TAC, but each disclaims beneficial ownership of such shares except to the extent of his or her pecuniary interest therein.

(2) Shares are held directly by TAC Associates, L.P. ("TACA"). Wan, Jaeger and Nicholson are managing members of, and have certain voting rights in, TACM, which is the General Partner of TACA. TACM may be deemed to have sole voting and dispositive power over the shares which are owned directly by TACA, but disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein. Each of Wan, Jaeger and Nicholson may be deemed to have shared voting and dispositive power over the shares which are owned directly by TACA, but each disclaims beneficial ownership of such shares except to the extent of his or her pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.