The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

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CityState/Province/CountryZIP/PostalCodeCharlottesvilleVIRGINIA22902	
Charlottesville VIRGINIA 22902	
Relationship: X Executive Officer X Director X Promoter	
Clarification of Response (if Necessary):	
Last Name First Name Middle Name	
Stalfort Sean	
Street Address 1 Street Address 2	
200 Garrett Street Suite S	
City State/Province/Country ZIP/PostalCode	
Charlottesville VIRGINIA 22902	

Relationship: Executive Officer X Director X Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Rieger	Jayson	
Street Address 1 200 Garrett Street	Street Address 2 Suite S	
City	Suite S State/Province/Country	ZIP/PostalCode
Charlottesville	VIRGINIA	22902
Relationship: X Executive Officer 2		
-		
Clarification of Response (if Necessa	ıry):	
Last Name	First Name	Middle Name
Manning	Paul	
Street Address 1	Street Address 2	
200 Garrett Street	Suite S	
City	State/Province/Country	ZIP/PostalCode
Charlottesville	VIRGINIA	22902
Relationship: X Executive Officer 2	X Director X Promoter	
Clarification of Response (if Necessa	rry):	
Last Name	First Name	Middle Name
Oclassen	Glenn	
Street Address 1	Street Address 2	
200 Garrett Street	Suite S	
City	State/Province/Country	ZIP/PostalCode
Charlottesville	VIRGINIA	22902
Relationship: Executive Officer X	X Director X Promoter	
Clarification of Response (if Necessa	ry):	
Last Name	First Name	Middle Name
Reebals	James	C.
Street Address 1	Street Address 2	
200 Garrett Street	Suite S	
City	State/Province/Country	ZIP/PostalCode
Charlottesville	VIRGINIA	22902
Relationship: X Executive Officer	Director X Promoter	
Clarification of Response (if Necessa	ry):	
4. Industry Group		
Agriculture	Health Care	Detailing
Banking & Financial Services	Biotechnology	Retailing
Commercial Banking		Restaurants
Insurance	Health Insurance	Technology
Investing	Hospitals & Physicians	Computers
Investment Banking	X Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
Yes No	Construction	
Other Banking & Financial Serv		Tourism & Travel Services
		Other Travel

Business ServicesResidentialOtherEnergyOther Real EstateImage: Coal MiningImage: Coal MiningElectric UtilitiesImage: ConservationImage: ConservationEnergy ConservationImage: Coal & Coal &

Revenue Range OR **Aggregate Net Asset Value Range** No Revenues No Aggregate Net Asset Value \$1 - \$1,000,000 \$1 - \$5,000,000 \$5,000,001 - \$25,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 -\$25,000,001 - \$50,000,000 \$25,000,000 \$25,000,001 -\$50,000,001 - \$100,000,000 \$100,000,000 Over \$100,000,000 Over \$100,000,000 X Decline to Disclose Decline to Disclose Not Applicable Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company Act Section 3(c)		
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)	
Rule 504 (b)(1)(i)	Section 3(c)(2)	Section 3(c)(10)	
Rule 504 (b)(1)(ii)	Section 3(c)(3)	Section 3(c)(11)	
Rule 504 (b)(1)(iii) X Rule 506(b)	Section 3(c)(4)	Section 3(c)(12)	
Rule 506(c)	Section 3(c)(5)	Section 3(c)(13)	
Securities Act Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)	
	Section 3(c)(7)		

7. Type of Filing

5. Issuer Size

- X New Notice Date of First Sale 2017-12-15 First Sale Yet to Occur Amendment
- 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$5,000,000 USD

12. Sales Compensation

Recipient		Recipient CRD Number X None	
(Associated) Broker or D	(Associated) Broker or Dealer X None (Associated) Broker or Dealer CRD Number X None		
Street Address 1 Street Address 2			
City		State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States All States Foreign/non-US			
13. Offering and Sales Am	ounts		
Total Offering Amount Total Amount Sold	\$5,000,000 USD or Indefini \$5,000,000 USD	te	

Total Remaining to be Sold\$0 USD orIndefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$0 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD X Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its

agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Verrica Pharmaceuticals Inc.	/James C. Reebals/	James C. Reebals	CFO	2017-12-22

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.