

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>LEWIN NICHOLAS SHERIDAN</u> <hr/> (Last) (First) (Middle) <u>C/O MOTIVA USA LLC</u> <u>16192 COASTAL HIGHWAY</u> <hr/> (Street) <u>LEWES</u> <u>DE</u> <u>19958</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>ESTABLISHMENT LABS HOLDINGS INC. [ESTA]</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>06/17/2022</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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 Shares	06/17/2022		A ⁽¹⁾		2,345	A	\$0	782,808	D	
Common Shares								8,790	I	See Footnote ⁽²⁾

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		Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents an award of stock units under the Issuer's 2018 Equity Incentive Plan. The shares subject to the award vest in full on the earlier of June 17, 2023 or the day prior to the date of the Issuer's next annual meeting of stockholders, subject to the Reporting Person continuing as a service provider through such date.
- The shares are held by the Reporting Person's spouse.

Remarks:

EXHIBIT LIST: EX-24 Establishment Labs POA Nicholas Lewin

/s/ Rajbir S. Denhoy, by power of attorney

06/22/2022

** 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.

POWER OF ATTORNEY

(For SEC Filings -- Form ID, Forms 3, 4, and 5, Schedules 13D and 13G and Form 144)

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Juan Jose Chacon Quiros and Rajbir S. Denhoy, c

1. Prepare, execute, and submit to the Securities and Exchange Commission ("SEC") a Form ID, including amendments thereto, and any other docum

2. Prepare, execute and submit to the SEC, Establishment Labs Holdings Inc. (the "Company"), and/or any national securities exchange on which t

3. Obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's equity secu

The undersigned acknowledges that:

a) This Power of Attorney authorizes, but does not require, the Attorney-in-Fact to act in his or her discretion on information provided to su

b) Any documents prepared or executed by the Attorney-in-Fact on behalf of the undersigned pursuant to this Power of Attorney will be in such

c) Neither the Company nor the Attorney-in-Fact assumes any liability for the undersigned's responsibility to comply with the requirements of :

d) This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under Section

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform each and every act and thing requisite, neces

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 4 or 5 or Schedules 13D

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of the date indicated below.

Signature: /s/ Nicholas S. Lewin

Printed Name: Nicholas S. Lewin

Date: 9/16/2021