OMB APPROVAL					
OMB Numbe	er: 323	5-0145			
Expires:	February 28	3, 2010			
Estimated average burden					
hours per response 10.4					

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (AMENDMENT NO)*

Neuronetics, Inc.

(Name of Issuer)

Common Stock (Title of Class of Securities)

> 64131A 105 (CUSIP Number)

December 31, 2018 (Date of Event which Requires Filing of this Statement)

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

 \Box Rule 13d-1(b)

 \Box Rule 13d-1(c)

⊠ 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 the disclosures provided in a prior cover page.

The information required in 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).

Page 1 of 11 Pages

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1			ORTING PERSONS	
	I.R.S. IDEN	VTIFI	CATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)	
	InterWest P			
2			PPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) 🗆	(b) [1	
3	SEC USE C	ONLY		
4	CITIZENS		DR PLACE OF ORGANIZATION	
4	CITIZEI		AT LACE OF ORGANIZATION	
	California	_		
		5	SOLE VOTING POWER	
			994,315	
	JMBER OF SHARES	6	SHARED VOTING POWER	
	NEFICIALLY		0	
	WNED BY EPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON WITH		994,315	
	WIII	8	SHARED DISPOSITIVE POWER	
			0	
9	AGGREGA	ΓE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	004 045			
10	994,315 CHECK BC	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:	
11			LASS REPRESENTED BY AMOUNT IN ROW (9)	
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	5.7% (1)			
12	TYPE OF R	EPO	RTING PERSON	
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1			ORTING PERSONS CATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)	
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	InterWest In			
2			PPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) 🗆	(b) [1	
3	SEC USE C	ONLY		
4	CITIZENS	HIP C	OR PLACE OF ORGANIZATION	
	California			
		5	SOLE VOTING POWER	
			7.022	
NU	JMBER OF	6	7,932 SHARED VOTING POWER	
	SHARES	0		
	NEFICIALLY WNED BY		0	
RI	EPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON WITH		7,932	
	WIIII	8	SHARED DISPOSITIVE POWER	
9	ACCRECA	TF A	0 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
5	10010001			
	7,932			
10	CHECK BC	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:	
11	PERCENT	OF C	LASS REPRESENTED BY AMOUNT IN ROW (9)	
	Less the C	10/ /	х.	
12	Less than 0. TYPE OF R		.) RTING PERSON	
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1			DRTING PERSONS	
	I.R.S. IDEN	TIFI	CATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)	
	InterWest Ir	ivesto	ors Q VIII, LP	
2	CHECK TH	IE Al	PPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) 🗆 (Ъ) 🗆		
3	SEC USE C	NLY		
	0.77.77.7.7			
4	CITIZENS	HIP C	OR PLACE OF ORGANIZATION	
	California			
		5	SOLE VOTING POWER	
			28,442	
	JMBER OF SHARES	6	SHARED VOTING POWER	
	NEFICIALLY		0	
	WNED BY EPORTING	7	SOLE DISPOSITIVE POWER	
	PERSON		20.442	
	WITH	8	28,442 SHARED DISPOSITIVE POWER	
9	ACCRECA		0 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
9	AGGREGA.	ILA	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	28,442			
10	CHECK BO	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:	
11	PERCENT (OF C	LASS REPRESENTED BY AMOUNT IN ROW (9)	
	0.2% (1)			
12		EPO	RTING PERSON	
	PN			
1	T T N			

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1			ORTING PERSONS (CATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
	InterWest M Investors Q		ement Partners VIII, LLC (the General Partner of InterWest Partners VIII, LP, InterWest Investors VIII, LP, and InterWest LP)
2			PPROPRIATE BOX IF A MEMBER OF A GROUP
	(a) 🗌 (b) []
3	SEC USE C	NLY	
4	CITIZENSE	HIP C	DR PLACE OF ORGANIZATION
	California	F	COLE MOTING DOMED
		5	SOLE VOTING POWER
			1,030,689
	MBER OF	6	SHARED VOTING POWER
	SHARES EFICIALLY		
	WNED BY		0
RE	PORTING	7	SOLE DISPOSITIVE POWER
I	PERSON WITH		1,030,689
	WIII	8	SHARED DISPOSITIVE POWER
0	ACODECA		
9	AGGREGA.	IE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	1,030,689		
10	CHECK BO	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:
11	PERCENT ()F C	LASS REPRESENTED BY AMOUNT IN ROW (9)
	I DICOLIUI () U	
	5.9% (1)		
12	TYPE OF R	EPO	RTING PERSON
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	00		

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Cusip N	lo. 64131A 10	5	13G	Page 6 of 11 Pages
1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)				
			an (a Managing Director of InterWest Management Partners VIII, LLC)	
2			PPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) 🗆 ((b) []	
3	SEC USE C	NIT V	7	
5	SEC USE C			
4	CITIZENSI	HIP (DR PLACE OF ORGANIZATION	
	United State			
	United State	2S 5	SOLE VOTING POWER	
		0		
			0	
-	JMBER OF SHARES	6	SHARED VOTING POWER	
	NEFICIALLY		1,030,689	
	WNED BY	7	SOLE DISPOSITIVE POWER	
	EPORTING PERSON			
	WITH		0	
		8	SHARED DISPOSITIVE POWER	
			1,030,689	
9	AGGREGA	ГЕ А	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1 020 000			
10	1,030,689	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:	
10	GILCI DU	27.11.	THE ACCREDITE ANIONALITY ROW (3) EACEOPED CERTAIN SHARES.	
11	PERCENT	OF C	LASS REPRESENTED BY AMOUNT IN ROW (9)	
	5.9%			
12		EPO	RTING PERSON	
	IN			

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Gilbert H. Kliman that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

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Cusip N	o. 64131A 10	5	13G	Page 7 of 11 Pages	
1	1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)				
	Arnold L. C	ronsl	ky (a Managing Director of InterWest Management Partners VIII, LLC)		
2			PPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆 ((b) □]		
3	SEC USE C) NLY	,		
-					
4	CITIZENSI	HIP C	OR PLACE OF ORGANIZATION		
	United State	26			
	United State	5	SOLE VOTING POWER		
NI	MBER OF		0		
-	SHARES	6	SHARED VOTING POWER		
	EFICIALLY		1,030,689		
	WNED BY PORTING	7	SOLE DISPOSITIVE POWER		
	PERSON				
	WITH	8	0 SHARED DISPOSITIVE POWER		
		0	SHARED DISTOSTITVE FOWER		
			1,030,689		
9	AGGREGA	ΓE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,030,689				
10		X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:		
11			LASS REPRESENTED BY AMOUNT IN ROW (9)		
11	FERCENT	JF C	LASS REFRESENTED BY ANOUNT IN KOW (9)		
	5.9%				
12	TYPE OF R	EPO	RTING PERSON		
	IN				
	111				

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Arnold L. Oronsky that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

ITEM 1.

(a)

NAME OF ISSUER : Neuronetics, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICE:

3222 Phoenixville Pike, Malvern, PA 19355

ITEM 2.

(a) NAME OF PERSON(S) FILING:

InterWest Partners VIII, LP ("IWP VIII") InterWest Investors VIII, LP ("II VIII") InterWest Investors Q VIII, LP ("IIQ VIII") InterWest Management Partners VIII, LLC ("IMP VIII") Gilbert H. Kliman ("Kliman") Arnold L. Oronsky ("Oronsky")

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

2710 Sand Hill Road, Suite 200, Menlo Park, CA 94025

(c) CITIZENSHIP/PLACE OF ORGANIZATION:

IWP VIII:	California
II VIII:	California
IIQ VIII:	California
IMP VIII:	California
Kliman:	United States
Oronsky:	United States

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(d) TITLE OF CLASS OF SECURITIES: Common Stock

(e) CUSIP NUMBER: 64131A 105

ITEM 3. NOT APPLICABLE.

ITEM 4. OWNERSHIP.

	IWP VIII	II VIII	IIQ VIII	IMP VIII (1)
Beneficial Ownership	994,315	7,932	28,442	1,030,689
Percentage of Class	5.7% (3)	Less than 0.1% (3)	0.2% (3)	5.9% (3)
Sole Voting Power	994,315	7,932	28,442	1,030,689
Shared Voting Power	0	0	0	0
Sole Dispositive Power	994,315	7,932	28,442	1,030,689
Shared Dispositive Power	0	0	0	0

	Kliman (2)	Oronsky (2)
Beneficial Ownership	1,030,689	1,030,689
Percentage of Class	5.9% (3)	5.9% (3)
Sole Voting Power	0	0
Shared Voting Power	1,030,689	1,030,689
Sole Dispositive Power	0	0
Shared Dispositive Power	1,030,689	1,030,689

(1) IMP VIII serves as the general partner of IWP VIII, II VIII and IIQ VIII.

(2) Kliman and Oronsky are Managing Directors of IMP VIII, and share voting and dispositive power over the shares held by IWP VIII, II VIII, and IIQ VIII. Beneficial ownership is expressly disclaimed, except to the extent of their pecuniary interest.

(3) Based upon 17,579,491 shares of the Issuer's Common Stock outstanding as of October 31, 2018, as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on November 6, 2018.

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited liability company operating agreement of IMP VIII, the members of such limited liability company have the right to receive dividends from, or the proceeds from the sale of, the common stock of Issuer beneficially owned by such limited liability company.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

No reporting person is a member of a group as defined in section 240.13d-1(b)(1)(iii)(H) of the Act.

ITEM 9. NOTICE OF DISSOLUTION OF THE GROUP.

Not applicable.

ITEM 10. CERTIFICATION.

Not applicable.

EXHIBITS

Joint Filing Statement attached as Exhibit A.

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SIGNATURE

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.

Date: February 14, 2019

By:/s/ Gilbert H. Kliman by Karen A. Wilson, Power of AttorneyName:Gilbert H. Kliman

By: /s/ Arnold L. Oronsky

Name: Arnold L. Oronsky

INTERWEST PARTNERS VIII, LP By:InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky

INTERWEST INVESTORS VIII, LP By: InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky Managing Director

INTERWEST INVESTORS Q VIII, LP By: InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky Managing Director

INTERWEST MANAGEMENT PARTNERS VIII, LLC

By: /s/ Arnold L. Oronsky Managing Director

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EXHIBIT A

Joint Filing Statement

We, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: February 14, 2019

By:/s/ Gilbert H. Kliman by Karen A. Wilson, Power of AttorneyName:Gilbert H. Kliman

By: /s/ Arnold L. Oronsky Name: Arnold L. Oronsky INTERWEST PARTNERS VIII, LP By:InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky

INTERWEST INVESTORS VIII, LP By: InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky Managing Director

INTERWEST INVESTORS Q VIII, LP By: InterWest Management Partners VIII, LLC its General Partner

By: /s/ Arnold L. Oronsky Managing Director

INTERWEST MANAGEMENT PARTNERS VIII, LLC

By: /s/ Arnold L. Oronsky Managing Director