

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>SAUNDERS BRENT L</u> <hr/> (Last) (First) (Middle) <u>C/O THE BEAUTY HEALTH COMPANY</u> <u>2165 SPRING STREET</u> <hr/> (Street) <u>LONG BEACH CA 90806</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Beauty Health Co [SKIN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Executive Chairman</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/02/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			

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					
Warrant (right to buy)	\$11.5	10/02/2020		A		9,333,333		(1)	(1)	Class A Common Stock	\$0	9,333,333	I ⁽²⁾	By BLS

1. Name and Address of Reporting Person* <u>SAUNDERS BRENT L</u> <hr/> (Last) (First) (Middle) <u>C/O THE BEAUTY HEALTH COMPANY</u> <u>2165 SPRING STREET</u> <hr/> (Street) <u>LONG BEACH CA 90806</u> <hr/> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>BLS Investor Group LLC</u> <hr/> (Last) (First) (Middle) <u>1819 WEST AVENUE BAY 2</u> <hr/> (Street) <u>MIAMI FL 33139</u> <hr/> (City) (State) (Zip)

Explanation of Responses:

- Represents warrants to purchase Class A Common Stock issued to BLS Investor Group LLC ("BLS") in connection with the Issuer's initial public offering pursuant to the Registration Statement on Form S-1, as amended and filed with the SEC on September 21, 2020 (the "Registration Statement"). Brenton L. Saunders is the managing member of BLS and may be deemed to beneficially own the shares held by BLS. Mr. Saunders disclaims beneficial ownership of such securities except to any pecuniary interest he may have therein.
- The warrants are exercisable by the holder into shares of Class A Common Stock on a one-for-one basis commencing on the later of 12 months from the closing of the IPO or 30 days after the completion of our initial business combination, and expire five years after the completion of our initial business combination or earlier upon redemption or liquidation, each as described in the Registration Statement.

Remarks:

/s/ Brenton L. Saunders 05/18/2021
/s/ Brenton L. Saunders, BLS
Investor Group LLC Managing 05/18/2021
Member

** 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.

