

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> (Last) (First) (Middle) <u>C/O THE BEAUTY HEALTH COMPANY</u> <u>2165 SPRING STREET</u> (Street) <u>LONG BEACH CA 90806</u> (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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Executive Chairman</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/06/2021</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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	05/04/2021		M		11,500,000	A	\$0.00	11,500,000	I	See footnote ⁽¹⁾

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					
Class B Common Stock	\$0.00	05/04/2021		M		11,500,000		(1)	(1)	Class A Common Stock	\$0.00	0	I	See footnote ⁽¹⁾
Stock Options (right to buy) ⁽²⁾	\$12.85	05/06/2021		A		1,860,000		(2)	05/06/2031	Common Stock	\$0.00	1,860,000	D	

Explanation of Responses:

- The shares of Class B Common Stock converted into shares of Class A Common Stock on a one-for-one basis upon the issuer's consummation of its initial business combination. The securities reported are held of record by BLS Investor Group, LLC. The reporting person is the managing member of BLS Investor Group, LLC. As such, the reporting person may be deemed to have beneficial ownership of the securities beneficially owned by BLS Investor Group, LLC. The reporting person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest he may have therein, directly or indirectly.
- Represents a grant of stock options under The Beauty Health Company 2021 Incentive Award Plan. Subject to accelerated vesting in certain circumstances, twenty-five percent (25%) of the stock options are scheduled to vest on each of the first four anniversaries of May 6, 2021, as long as the reporting person remains in the service of The Beauty Health Company through the applicable vesting date.

Remarks:

/s/ Brenton L. Saunders 05/10/2021
 ** 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.