

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>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  Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Executive Chairman</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2022</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			
Class A Common Stock	02/04/2022		A <sup>(1)</sup>		35,581	A	(1)	5,593,266	D	
Class A Common Stock	02/04/2022		A <sup>(2)</sup>		158,450	A	(2)	5,751,716	D	
Class A Common Stock								1,681,771	I	By Triplet <sup>(3)</sup>
Class A Common Stock								1,121,180	I	By Trust <sup>(4)</sup>

**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					

**Explanation of Responses:**

- Represents a grant of restricted stock units that vest in 25% increments on each of March 31, 2022, June 30, 2022, September 30, 2022 and December 31, 2022, in each case subject to continued service through the vesting date and certain acceleration rights.
- Represents a grant of restricted stock units that vest in one-third increments on each of the first three anniversaries of the grant date of February 4, 2022, in each case subject to continued service through the vesting date and certain acceleration rights.
- Represents securities held by Triplet Enterprises III, LLC ("Triplet"). The reporting person is the managing member of Triplet and may be deemed to beneficially own the securities held by Triplet, but disclaims beneficial ownership of such securities except to any pecuniary interest he may have therein.
- Represents securities held by the Saunders Family Trust ("Trust"). The reporting person has voting and dispositive control over these securities and thus the reporting person may be deemed to beneficially own the securities held by Trust, but disclaims beneficial ownership of such securities except to any pecuniary interest he may have therein.

**Remarks:**

/s/ Brenton L. Saunders      02/08/2022

\*\* 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.