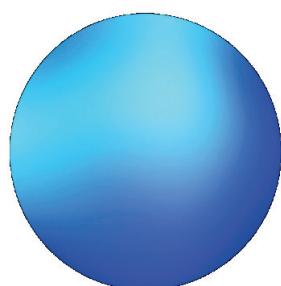


This document comprises a pricing statement relating to the Offer described in the prospectus published by The Beauty Tech Group plc (**Company**) on 24 September 2025 (**Prospectus**). This document must be read in conjunction with the Prospectus. Capitalised terms used in this document and not defined in this document have the meanings ascribed to them in the Prospectus. Prospective investors should not subscribe for or purchase any Shares on the basis of this document alone and should refer to the information in the Prospectus, in particular the section headed “Risk factors”. Copies of the Prospectus are available on the Company’s corporate website, at <https://www.thebeautytechgroup.com/>.

Application has been made to (i) the FCA for all of the Shares to be admitted to the equity shares (commercial companies) category of the Official List and (ii) the London Stock Exchange for all of the Shares to be admitted to trading on the London Stock Exchange’s main market for listed securities (together, **Admission**). Conditional dealings in the Shares are expected to commence on the London Stock Exchange at 8.00 a.m. on 3 October 2025. It is expected that Admission will become effective and that unconditional dealings in the Shares will commence at 8.00 a.m. on 8 October 2025. All dealings in the Shares prior to the commencement of unconditional dealings will be on a “when issued” basis and will be of no effect if Admission does not take place and will be at the sole risk of the parties concerned. No application is currently intended to be made for the Shares to be admitted to listing or trading on any other exchange.



THE BEAUTY TECH GROUP

The Beauty Tech Group plc

*(Incorporated under the Companies Act 2006 and registered
in England and Wales with registered number 16613177)*

**Offer of 10,701,107 New Shares and 28,605,654 Sale Shares
at an Offer Price of 271 pence per Share**

**Admission to listing in the equity shares (commercial companies) category
of the Official List and to trading on the main market
of the London Stock Exchange**

***Sponsor, Bookrunner and
Financial adviser***

Berenberg

Share capital immediately following Admission

Number

110,701,107

Financial Adviser

Rothschild & Co

Nominal Value

£0.10

The Selling Shareholders are selling in aggregate 28,605,654 existing Shares.

Any securities referred to in this document have not been, and will not be, registered under the US Securities Act of 1933 (**US Securities Act**) or with any securities regulatory authority of any state of the United States, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. The Shares are being offered and sold outside the United States in “offshore transactions” within the meaning of, and in reliance on, Regulation S under the Securities Act. No public offer or sale of the Shares in the United States will be made.

Any securities referred to in this document have not been, and will not be, registered under the applicable securities law of Australia, Canada, Japan, the United States, the Republic of South Africa or New Zealand and, subject to certain exceptions, may not be offered or sold within Australia, Canada, Japan, the United States, the Republic of South Africa or New Zealand.

Neither the US Securities and Exchange Commission nor any state securities commission in the United States has approved or disapproved of any securities referred to in this document or determined if this document is truthful or complete. Any representation to the contrary is a criminal offence.

Joh. Berenberg, Gossler & Co. KG (**Berenberg**) has been appointed as sponsor, bookrunner and financial adviser in connection with Admission and the Offer. N.M. Rothschild & Sons Limited (**Rothschild & Co**) (Berenberg and Rothschild & Co together, the **Banks**) has been appointed as financial adviser in connection with Admission and the Offer. Each of Berenberg, which is authorised and regulated in Germany by the German Federal Financial Supervisory Authority and subject to limited regulation in the United Kingdom by the FCA, and Rothschild & Co, which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively for the Company and no one else in connection with the Offer and will not regard any other person (whether or not a recipient of this document) as a client in relation to the Offer and will not be responsible to anyone other than the Company for providing the protections afforded to the Banks' respective clients nor for giving advice in relation to the Offer or any transaction or arrangement referred to in this document. Each of the Banks and their respective affiliates may have engaged in transactions with, and provided various investment banking, financial advisory and other services to, the Company for which they would have received fees. Apart from the responsibilities and liabilities, if any, that may be imposed on them by FSMA or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where the exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, neither of the Banks accepts any responsibility whatsoever for, or makes any representation or warranty, express or implied, as to the contents of, this document or for any other statement made or purported to be made by either of the Banks, or on their respective behalf, in connection with the Company, the Shares or the Offer and nothing in this document will be relied upon as a promise or representation in this respect, whether or not to the past or future. Each of the Banks accordingly disclaims all and any liability whether arising in tort, contract or otherwise (save as referred to above) which either of the Banks might otherwise have in respect of this document or any such statement.

Retail Book Limited (**RetailBook**) has been appointed as the Intermediaries Offer Co-ordinator. RetailBook, which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively for the Company and no one else in connection with the Intermediaries Offer and will not regard any other person (whether or not a recipient of this document) as a client in relation to the Intermediaries Offer and will not be responsible to anyone other than the Company for providing the protections afforded to its clients nor for giving advice in relation to the Intermediaries Offer or any transaction or arrangement referred to in this document. Apart from the responsibilities and liabilities, if any, that may be imposed on RetailBook by FSMA or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where the exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, RetailBook accepts no responsibility whatsoever for, and makes no representation or warranty, express or implied, as to the contents of, this document or for any other statement made or purported to be made by it, or on its behalf, in connection with the Company, the Shares or the Intermediaries Offer and nothing in this document will be relied upon as a promise or representation in this respect, whether or not to the past or future. RetailBook accordingly disclaims all and any liability whether arising in tort, contract or otherwise (save as referred to above) which it might otherwise have in respect of this document or any such statement.

Recipients of this document may not reproduce or distribute this document, in whole or in part, and may not disclose any of the contents of this document or use any information in it for any purpose other than considering an investment in Shares. Recipients of this document agree to the foregoing by accepting delivery of this document.

This document does not constitute, or form part of, any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities by any person in any circumstances in which such offer or solicitation is unlawful and, in particular, is not for distribution in the United States, Australia, Canada, Japan, the Republic of South Africa or New Zealand. The

Shares have not been, and will not be, registered with any securities regulatory authority of any state or jurisdiction of the United States or under applicable securities laws in Australia, Canada, Japan, the Republic of South Africa or New Zealand.

The Shares offered by this document have not been approved or disapproved by the SEC, any state securities commission in the United States or any other United States regulatory authority, nor have any such authorities passed upon, or endorsed the merits of, the Offer or the accuracy or adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

No person has been authorised to give any information or make any representations other than those contained in this document and/or the Prospectus and, if given or made, such information or representations must not be relied on as having been so authorised. Neither the delivery of this document or the Prospectus nor any sale or purchase made under the Prospectus shall, under any circumstances, create any implication that there has been no change in the business affairs of the Company or the Group since the date of the Prospectus or that the information in this document and/or the Prospectus is correct as of any time subsequent to its date.

None of the Company, Berenberg, Rothschild & Co and/or any of their respective representatives is making any representation to any prospective investor in the Shares regarding the legality of an investment in the Shares by such prospective investor under the laws applicable to such prospective investor. The contents of this document should not be construed as legal, financial or tax advice. Each prospective investor should consult their own legal, financial or tax adviser for legal, financial or tax advice.

In connection with the Offer, Berenberg and any of its affiliates acting as an investor for its own account may purchase Shares and, in that capacity, may retain, purchase, sell, offer to sell or otherwise deal for its own account in Shares, any other securities of the Company or other related investments in connection with the Offer or otherwise. Accordingly, references in this document to Shares being offered, sold, purchased or otherwise dealt with should be read as including any offer or sale to, or purchase or dealing by, Berenberg or any of its affiliates acting as an investor for its own account. Berenberg does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

Notice to certain investors

The Shares are subject to selling restrictions in certain jurisdictions. Prospective investors should read the selling and transfer restrictions described under paragraph 12 of Part 9 of the Prospectus. Each investor in Shares will be deemed to have made the relevant representations described in paragraph 4 of the terms and conditions of the Institutional Offer in Part 9 or paragraph 6 of the Terms and Conditions of the Intermediaries Offer (as applicable) and paragraph 12 of Part 9 of the Prospectus as relevant.

The distribution of this document and the offer of the Shares in certain jurisdictions may be restricted by law. Other than in the United Kingdom, no action has been or will be taken by the Company, the Selling Shareholders, Berenberg and/or Rothschild & Co to permit a public offering of the Shares or to permit the possession or distribution of this document (or any other offering or publicity materials in connection therewith). In particular, no actions have been taken to allow for a public offering of the Shares under the applicable securities laws of the United States, Australia, Canada, Japan, the Republic of South Africa or New Zealand. Accordingly, neither this document nor any advertisement or any other offering material may be distributed or published in any jurisdiction except under circumstances that will result in compliance with all applicable laws and regulations. Persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Information to distributors

Solely for the purposes of the product governance requirements of Chapter 3 of the FCA Handbook Product Intervention and Product Governance Sourcebook (**UK Product Governance Requirements**), and/or any equivalent requirements elsewhere to the extent determined to be applicable, and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any “manufacturer” (for the purposes of the UK Product Governance Requirements) may otherwise

have with respect thereto, the Shares have been subject to a product approval process, which has determined that such Shares are (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in Chapter 3 of the FCA Handbook Conduct of Business Sourcebook and (ii) eligible for distribution through all permitted distribution channels (**Target Market Assessment**). Notwithstanding the Target Market Assessment, “distributors” (for the purposes of the UK Product Governance Requirements) should note that (a) the price of the Shares may decline and investors could lose all or part of their investment, (b) the Shares offer no guaranteed income and no capital protection and (c) an investment in the Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to any contractual, legal or regulatory selling restrictions in relation to the Offer. Furthermore, it is noted that, notwithstanding the Target Market Assessment, Berenberg will only procure investors who meet the criteria of professional clients and eligible counterparties.

For the avoidance of doubt, the Target Market Assessment does not constitute (a) an assessment of suitability or appropriateness for the purposes of Chapter 9A or 10A respectively of the FCA Handbook Conduct of Business Sourcebook or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Offer Shares.

Each distributor is responsible for undertaking its own target market assessment in respect of the Offer Shares and determining appropriate distribution channels.

Information contained on the Company’s website is not incorporated into and does not form part of this document.

The date of this document is 3 October 2025.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS AND OFFER STATISTICS

Expected timetable of principal events

Announcement of the Offer Price through a Regulatory Information Service, publication of the Pricing Statement and notification of allocations of Shares	7.00 a.m. on 3 October 2025
Commencement of conditional dealings in Shares on the London Stock Exchange ⁽¹⁾⁽²⁾	8.00 a.m. on 3 October 2025
Admission and commencement of unconditional dealings in Shares on the London Stock Exchange	8.00 a.m. on 8 October 2025
CREST accounts credited in respect of Shares acquired in the Offer in uncertificated form..	As soon as reasonably practicable on 8 October 2025
Despatch of definitive share certificates (where applicable)	Within 10 Business Days after Admission

Each of the times and dates in the above timetable is subject to change. Any such change will be publicly announced by the Company through a Regulatory Information Service. References to times are to London time.

Notes:

- (1) It should be noted that, if Admission does not occur, all conditional dealings will be of no effect and any such dealings will be at the sole risk of the parties concerned.
- (2) Prospective investors who have applied for Sale Shares in the Intermediaries Offer should consult their Intermediary as to when they will be sent documents in respect of any Sale Shares they have been allocated and when they may commence dealing in any such Sale Shares.

Offer statistics

Offer Price (per Share)	271 pence
Number of Offer Shares in the Offer	
New Shares to be issued by the Company	10,701,107
Sale Shares to be sold by the Selling Shareholders	28,605,654
Number of Shares in issue immediately following Admission	110,701,107
Net proceeds of the Offer receivable by the Company ⁽¹⁾	£28.3 million
Net proceeds of the Offer receivable by the Selling Shareholders ⁽²⁾	£72.9 million
Market capitalisation of the Company at the Offer Price at Admission ⁽³⁾	£300 million

Notes:

- (1) Net proceeds receivable by the Company are stated after deduction of placing commissions payable by the Company. The Company will not receive any proceeds from the sale of the Sale Shares by the Selling Shareholders.
- (2) Net proceeds receivable by the Selling Shareholders are stated after deduction of placing commissions and other fees and expenses payable by each Selling Shareholder thereon which are related to the Offer (including stamp duty and certain taxes).
- (3) The market capitalisation of the Company at any given time will depend on the market price of the Shares at that time. There can be no assurance that the market price of a Share will equal or exceed the Offer Price.

DETAILS OF THE OFFER

1 The Offer

The Institutional Offer comprises an offer of Offer Shares at a price of 271 pence, comprising 26,360,503 Sale Shares from Selling Shareholders and 10,701,107 New Shares.

The Intermediaries Offer comprises an offer of Offer Shares at a price of 271 pence, comprising 2,245,151 Sale Shares from Selling Shareholders.

Immediately following Admission, 28.5% of the Shares will be held in public hands (within the meaning of UK Listing Rule 5.5.3R).

2 Reasons for the Offer and use of proceeds

The total fees and expenses of, and incidental to, Admission and the Offer to be borne by the Group are approximately £7.2 million, and include, amongst others, the FCA's fees, the London Stock Exchange's fees, professional fees and expenses and the costs of printing and distribution of documents.

The total fees and expenses of, and incidental to, Admission and the Offer to be borne by the Selling Shareholders are approximately £4.6 million, which consist of the placing commissions and other fees and expenses payable by each Selling Shareholder thereon which are related to the Offer (including stamp duty and certain taxes).

The net proceeds to the Company are approximately £28.3 million after deduction of the commission. The sale of the Sale Shares will raise net proceeds for the Selling Shareholders of approximately £72.9 million after deduction of commission and other fees and expenses payable by each Selling Shareholder thereon which are related to the Offer (including stamp duty and certain taxes).

ADDITIONAL INFORMATION

1 Directors' and Senior Manager's interests

Immediately prior to Admission and immediately following Admission, the interests of the Directors and the Senior Manager in any class of share in the Company will be as follows.

Name	Immediately prior to Admission		Immediately following Admission	
	Number of Shares	Percentage of issued Shares	Number of Shares	Percentage of issued Shares
Andrew Showman	7,919,645	7.92%	5,543,752	5.01%
Simon Cooper	7,251,800	7.25%	5,775,786	5.22%
Laurence Newman ⁽¹⁾	7,189,403	7.19%	5,032,582	4.55%
Sam Glynn ⁽²⁾	2,010,619	2.01%	1,407,433	1.27%
Elaine O'Donnell ⁽³⁾	—	—	29,520	0.03%
Seonna Anderson ⁽⁴⁾	—	—	7,380	0.01%

(1) The numbers set out opposite do not include up to 1,500,000 Shares which will be issued prior to Admission and may be transferred to Laurence Newman pursuant to certain awards granted to him prior to the date of this document, which may vest over time, subject to the satisfaction of certain performance conditions relating to the financial years ending 31 December 2030.

(2) The numbers set out opposite do not include up to 2,500,000 Shares which will be issued prior to Admission and may be transferred to Sam Glynn pursuant to certain awards granted to him prior to the date of this document, which may vest over time, subject to the satisfaction of certain performance conditions relating to the financial years ending 31 December 2030.

(3) The numbers set out opposite include 14,760 Shares held by Andrew Curwen, who is a connected person.

(4) The numbers set out opposite include 3,690 Shares held by Paul Kingsley, who is a connected person.

2 Significant Shareholders' interests in the Company

Insofar as it is known to the Company as at the date of this document, the following persons will, immediately prior to Admission and immediately following Admission, be directly or indirectly interested (within the meaning of the Companies Act) in 3% or more of the Company's issued share capital (being the threshold for notification of interests that will apply to Shareholders as at Admission pursuant to Chapter 5 of the Disclosure Guidance and Transparency Rules).

Shareholder	Immediately prior to Admission		Immediately following Admission	
	Number of Shares	Percentage of issued Shares	Number of Shares	Percentage of issued Shares
Thakral Lifestyle Pte. Limited	9,548,383	9.55%	6,683,868	6.04%
Andrew Showman	7,919,645	7.92%	5,543,752	5.01%
Simon Cooper	7,251,800	7.25%	5,775,786	5.22%
Laurence Newman ⁽¹⁾	7,189,403	7.19%	5,032,582	4.55%
Sencheer Holdings Ltd	6,131,762	6.13%	4,292,233	3.88%
Stephen Grant	5,744,001	5.74%	4,020,801	3.63%
FCM Trust Limited as trustee of The Beauty Tech Group Employee Benefit Trust	4,500,000	4.50%	4,500,000	4.07%
The Data Capital Group Limited	3,922,146	3.92%	2,745,502	2.48%
Beechbrook UK SME Credit II GP LP (on behalf of Beechbrook UK SME Credit II LP)	3,766,532	3.77%	2,636,572	2.38%
Northern Venture Trust PLC	3,201,639	3.20%	2,241,147	2.02%
Slater Investments Limited	—	—	7,750,000	7.00%

(1) The numbers set out opposite do not include up to 1,500,000 Shares which will be issued prior to Admission and may be transferred to Laurence Newman pursuant to certain awards granted to him prior to the date of this document, which may vest over time, subject to the satisfaction of certain performance conditions relating to the financial years ending 31 December 2030.

Dated 3 October 2025