

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

OMB APPROVAL	
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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>Berg David P</u> <hr/> (Last) (First) (Middle) C/O EUROPEAN WAX CENTER, INC. 5830 GRANITE PARKWAY, 3RD FLOOR <hr/> (Street) PLANO TX 75024 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>European Wax Center, Inc. [EWCZ]</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;">CEO & Director</p>
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2022	
	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 B Common Stock ⁽¹⁾⁽²⁾⁽³⁾	05/24/2022		C ⁽¹⁾⁽²⁾		200,000	D	(2)	1,188,255	D	
Class A Common Stock ⁽¹⁾⁽²⁾	05/24/2022		C ⁽¹⁾⁽²⁾		200,000	A	(1)(2)	200,000	D	
Class A Common Stock ⁽¹⁾	05/24/2022		S ⁽¹⁾		200,000	D	\$21.5	0	D	

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						Title
Common Units of EWC Ventures, LLC	(1)(2)	05/24/2022		C			200,000	(2)	(2)	Class A Common Stock	200,000	(2)	1,188,255	D	

Explanation of Responses:

- On May 24, 2022, the Reporting Person exchanged 200,000 non-voting Common Units of EWC Ventures, LLC ("EWC Ventures Units") and 200,000 shares of Class B Common Stock of the Issuer for 200,000 shares of Class A Common Stock of the Issuer, and substantially simultaneously sold all 200,000 shares of Class A Common Stock of the Issuer. Following such sale, Mr. Berg holds 1,188,255 EWC Ventures Units and 1,188,255 shares of Class B Common Stock of the Issuer.
- Pursuant to the terms of the Exchange Agreement, effective as of August 4, 2021, by and among the Issuer, EWC Ventures, LLC and the equityholders of EWC Ventures, LLC (the "Exchange Agreement"), EWC Ventures Units, together with a corresponding number of shares of Class B Common Stock of the Issuer, may be exchanged for shares of Class A Common Stock of the Issuer, which have one vote per share and economic rights (including rights to dividends and distributions upon liquidation), on a one-for-one basis at the discretion of the holder. The exchange rights under the Exchange Agreement do not expire.
- Shares of Class B Common Stock of the Issuer have one vote per share but no economic rights (including rights to dividends and distributions upon liquidation) and are issued in an equal amount to the number of EWC Ventures Units held.

By: /s/ Gavin M. O'Connor, 05/25/2022
Attorney-in-Fact

** 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.