



## Announcement Summary

**Entity name**

SKIN ELEMENTS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

5/4/2023

**The Proposed issue is:**

☒ A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
New class-code to be confirmed	Options exercisable at \$0.025 expiring 3 years from date of issue	6,152,981
New class-code to be confirmed	Options exercisable at \$0.025 expiring 3 years from issue date	10,000,000
SKN	ORDINARY FULLY PAID	6,152,981

**Proposed +issue date**

15/5/2023

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

SKIN ELEMENTS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ACN

**Registration Number**

608047794

**1.3 ASX issuer code**

SKN

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

5/4/2023

**1.6 The Proposed issue is:**☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

### Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**

☒ Yes

#### 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	10/5/2023	<input checked="" type="checkbox"/> Estimated	No

#### Comments

In accordance with an underwriting agreement to which 708 Capital Pty Ltd are appointed as lead manager and underwriter to a non-renounceable right issue in accordance with a prospectus dated 31 March 2023

### Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**

☒ Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ Yes

#### Details of +securities proposed to be issued

##### ASX +security code and description

SKN : ORDINARY FULLY PAID

##### Number of +securities proposed to be issued

6,152,981

##### Offer price details

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ No



**Please describe the consideration being provided for the +securities**

Underwriting fees being 6% of the Offer proceeds raised under the non-renounceable rights issue offer.

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

61,530.000000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

☒ Yes

Attaching +Security

**Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?**

☒ New class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

**Details of attaching +securities proposed to be issued**

**ISIN Code (if Issuer is a foreign company and +securities are non CDIs)**

**Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?**

☒ No

**Will the entity be seeking quotation of the 'new' class of +securities on ASX?**

☒ Yes

**ASX +security code**

New class-code to be confirmed

**+Security description**

Options exercisable at \$0.025 expiring 3 years from date of issue

**+Security type**

Options

**Number of +securities proposed to be issued**

6,152,981

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ No

**Please describe the consideration being provided for the +securities**

Inclusive in the Underwriting Fee issued on the same terms as securities issued under the non-renounceable rights issue entitlement offer



Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

#### Options details

##### +Security currency

AUD - Australian Dollar

##### Exercise price

AUD 0.0250

##### Expiry date

15/5/2026

##### Details of the type of +security that will be issued if the option is exercised

SKN : ORDINARY FULLY PAID

##### Number of securities that will be issued if the option is exercised

One Ordinary Fully paid share (ASX: SKN)

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities proposed to be issued or provide the information by separate announcement.

<https://www2.asx.com.au/markets/trade-our-cash-market/announcements.skn>

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ New class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

#### Details of +securities proposed to be issued

##### ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms of the proposed +securities are appropriate and equitable under listing rule 6.1?

☒ No

Will the entity be seeking quotation of the 'new' class of +securities on ASX?

☒ Yes

##### ASX +security code

New class-code to be confirmed

##### +Security description

Options exercisable at \$0.025 expiring 3 years from issue date



### +Security type

Options

### Number of +securities proposed to be issued

10,000,000

### Offer price details

#### Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

#### Please describe the consideration being provided for the +securities

Inclusive in the Underwriting Fee issued on the same terms as securities issued under the non-renounceable rights issue entitlement offer

#### Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

#### Will all the +securities issued in this class rank equally in all respects from their issue date?

☒ Yes

### Options details

#### +Security currency

AUD - Australian Dollar

#### Exercise price

AUD 0.0250

#### Expiry date

15/5/2026

#### Details of the type of +security that will be issued if the option is exercised

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<https://www2.asx.com.au/markets/trade-our-cash-market/announcements.skn>

Issue subject to shareholder approval



## Part 7C - Timetable

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### 7C.1 Proposed +issue date

15/5/2023

## Part 7D - Listing Rule requirements

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### 7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☒ Yes

### 7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

15/5/2023

### 7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☒ No

### 7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☒ No

### 7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☒ No

## Part 7E - Fees and expenses

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### 7E.1 Will there be a lead manager or broker to the proposed issue?

☒ No

### 7E.2 Is the proposed issue to be underwritten?

☒ No

### 7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

The issue of 6152981 Ordinary Shares and 16152981 Options subject of this appendix 3b are all fees payable to the Underwriter in accordance with an underwriting agreement for the non-renounceable rights issue entitlement offer (prospectus dated 31 March 2023). Note the Underwriter has the option to either be paid full in cash or the issue of 6152981 shares and 6152981 options



Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

In satisfaction of Underwriting fees in accordance with an underwriting agreement for the non-renounceable rights issue entitlement issue

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒ No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

**7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:**

☒ The publication of a +disclosure document or +PDS for the +securities proposed to be issued