



## Skin Elements Limited **ASX ANNOUNCEMENT**

ASX CODE:SKN

18 September 2018

Mr Dale Allen  
Senior Advisor, Listings Compliance (Perth)  
ASX Limited  
Level 40, Central Park  
152-158 St Georges Tce  
Perth WA 6000

### **SKIN ELEMENTS LIMITED (SKN) APPENDIX 3Y – CHANGE OF DIRECTOR’S INTEREST NOTICE**

We refer to your letter of 14 September 2018 regarding the Appendix 3Y Change of Director’s Interest Notice lodged by the Company on ASX on 7 September 2018 for each of the Directors Mr Peter Malone, Mr Luke Martino and Mr Filippo Giglia (the “3Ys”).

The Company advises as follows:

1. The 3Ys were lodged on 7 September 2018 instead of on 16 August 2018 as required by Listing Rule 3.19A due to an administration error. The respective 3Ys had been prepared, circulated and approved by the respective Directors for lodgment by the Company Secretary on ASX market announcements platform prior to 16 August 2018, however, due to an administration error, were not uploaded onto the ASX platform until 7 September 2018.
2. The Company has updated its lodgment process to review and reconcile at least on a weekly basis its internal lodgment documentation, share registry documentation and ASX platform lodgment receipts to ensure that the Company meets its disclosure obligations under Listing Rule 3.19A.
3. The Company believes that its updated arrangements are adequate to ensure compliance with Listing Rule 3.19 going forward.

Yours sincerely

**Craig Piercy**  
**Company Secretary**

Natural Science by Skin Elements

32 Ord Street, West Perth  
Western Australia, 6005  
P 08 6311 1900  
F 08 6311 1999

[www.mcarthurskincare.com](http://www.mcarthurskincare.com)  
[www.soleoorganics.com](http://www.soleoorganics.com)  
[www.skinelementslimited.com](http://www.skinelementslimited.com)

14 September 2018

**Mr Craig Piercy**

Company Secretary  
Skin Elements Limited  
7/36 Ord Street  
West Perth WA 6005

Dear Mr Piercy

**Skin Elements Limited (the “Entity”): Appendix 3Y – Change of Director’s Interest Notice**

We refer to the following;

1. The Appendices 3Y lodged by the Entity with ASX on 7 September 2018 for each of the following directors: Mr Peter Malone, Mr Luke Martino and Mr Filippo Giglia (the “3Ys”);
2. Listing rule 3.19A which requires an entity to tell ASX the following:

3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.

- On the date that the entity is admitted to the official list.
- On the date that a director is appointed.

The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity’s admission or a director’s appointment.

3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs

3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.

3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

The 3Ys indicate that a change in each of Mr Malone, Mr Martino and Mr Giglia’s notifiable interests occurred on 9 August 2018. It appears that the 3Ys should have been lodged with ASX by 16 August 2018. Consequently, the Entity

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may be in breach of listing rules 3.19A and/or 3.19B. It also appears the director concerned may have breached section 205G of the Corporations Act.

Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the 3Ys were lodged late?
2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at [TradingHaltsPerth@asx.com.au](mailto:TradingHaltsPerth@asx.com.au). It should not be sent to the ASX Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (**i.e. before 7.30 a.m. WST) on 19 September 2018.**

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

If you have any queries or concerns about any of the above, please contact me immediately.

Kind regards

*[Sent electronically without signature]*

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**Dale Allen**

Senior Adviser, Listings Compliance (Perth)