

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	SKIN ELEMENTS LIMITED
ABN	90 608 047 794

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Luke Martino
Date of last notice	07/09/2018

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none">1. LJM Capital Corporation Pty Ltd – Mr Martino is the sole director of this company and the company acts as Trustee for trusts of which Mr Martino is a beneficiary.2. Indian Ocean Corporate Pty Ltd – Mr Martino is a director and shareholder of this company
Date of change	24 December 2018
No. of securities held prior to change	<ol style="list-style-type: none">1. 1,250,000 Ordinary Fully Paid Shares 625,000 Options (exp 31/10/18 @ \$0.20) 625,000 Unlisted Options (exp 30/11/18 @ \$0.30) Above Escrowed 6/1/2019 625,000 ordinary fully paid shares 156,250 options (exp 31/12/20 @ \$0.10)2. 1,000,000 options (exp 31/10/18 @ \$0.20) 250,000 ordinary fully paid shares 62,500 options (exp 31/12/20 @ \$0.10)

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Appendix 3Y

Change of Director's Interest Notice

Class	As above
Number acquired	<ol style="list-style-type: none"> 1,250,000 options (exp 31/12/20 @ \$0.10) 425,000 ordinary fully paid shares
Number disposed	<ol style="list-style-type: none"> 625,000 Options expired 31/10/18 625,000 Unlisted Options expired 30/11/18 1,000,000 options expired 31/10/18
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<ol style="list-style-type: none"> Nil Nil
No. of securities held after change	<ol style="list-style-type: none"> 1,250,000 Ordinary Fully Paid Shares (Esc) 625,000 ordinary fully paid shares 1,406,250 options (exp 31/12/20 @\$0.10) 675,000 ordinary fully paid shares 62,500 options (exp 31/12/20 @ \$0.10)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<ol style="list-style-type: none"> Issue of legacy options under loyalty entitlement issue Corporate services

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A

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Appendix 3Y
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Interest after change	N/A
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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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