



27 March 2020

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

We refer to your letter of 27 March 2020 regarding the Appendix 3Y Change of Director’s Interest Notice lodged by the Company on the ASX Market Announcements Platform (‘MAP’) on 26 March 2020 for Mr Peter Malone, Mr Filippo Giglia and Mr Craig Piercy (the ‘Notices’).

**Request for Information**

The Company advises as follows:

*1. Please explain why the Appendices 3Y were lodged late.*

The 3Ys were lodged on 26 March 2020 instead of on 25 March 2020 as required by Listing Rule 3.19A due to increased operational and administration difficulties resulting from the COVID-19 pandemic.

*2. What arrangements does SKN 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?*

The Company has implemented remote access processes to ensure that the Company continues 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 SKN intend to take to ensure compliance with Listing Rule 3.19B?*

The Company believes that its current arrangements are adequate and are being enforced to ensure compliance with Listing Rule 3.19B.

The Company also notes that there is an error in in the Appendix 3Y for Mr Craig Piercy being the date of change should have read 18 March 2020. An amended Appendix 3Y has been lodged on ASX Market Announcement Platform (MAP).

This response is approved by the Board of Directors of Skin Elements Limited.

END

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)

## About Skin Elements

Skin Elements is an ASX-listed skin care company focused on the development of natural and organic skin care products, as an alternative to current chemical-based products. It has developed a portfolio of products which includes, the Soléo Organics 100% natural and organic sunscreen, pawpaw based PapayaActivs natural therapeutic skincare, the Elizabeth Jane Natural Cosmetics brand, and the Invisi Shield skin sanitiser range. The Company has completed a highly successful test marketing phase in major international markets for Soléo Organics and has regulatory approval with the USA FDA, TGA and other significant regulators. Skin Elements aims to become the number one recognised national and international sunscreen brand.

Further information is available via the Company website:  
<http://skinelementslimited.com>





27 March 2020

Reference: ODIN16041

Mr Craig Piercy  
Company Secretary  
Skin Elements Limited  
7/36 Ord Street  
WEST PERTH WA 6005

By email: craig@senatural.com

Dear Mr Piercy

**Skin Elements Limited ('SKN'): Appendix 3Y – Change of Director's Interest Notice Query**

ASX refers to the following:

1. SKN's Appendices 3Y lodged on the ASX Market Announcements Platform ('MAP') on 26 March 2020 for Mr Peter Malone, Mr Filippo Giglia and Mr Craig Piercy (the 'Notices');
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 that:

*'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 Notices indicate that a change in Mr Malone, Mr Giglia notifiable interests occurred on 18 March 2020 and Mr Piercy's notifiable interest on 7 February 2020, however ASX understands that this was an error and it should have read 18 March 2020. It appears that the Notices should have been lodged with ASX by 25 March 2020. Consequently, SKN may have breached Listing Rules 3.19A and/or 3.19B.

---

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

ASX reminds SKN of its contract with ASX to comply with the Listing Rules. In the circumstances, SKN should make necessary arrangements to ensure it does not continue to breach the Listing Rules.

### **Request for Information**

Under Listing Rule 18.7, we ask that you answer each of the following questions 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*.

1. Please explain why the Appendices 3Y were lodged late.
2. What arrangements does SKN 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 SKN intend to take to ensure compliance with Listing Rule 3.19B?

### **When and where to send your response**

Your response should be sent to me by e-mail at [ListingsCompliancePerth@asx.com.au](mailto:ListingsCompliancePerth@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, no later than half an hour before the start of trading (i.e. before 9:30 am AEDT) on 31 March 2020.

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.

### **Enquiries**

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

Yours sincerely

---

**Vanessa Nevjestic**  
Adviser, Listings Compliance (Perth)