

SKINVISIBLE INC  
Form 4  
October 29, 2014

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOWLETT TERRY**

(Last) (First) (Middle)  
6320 S. SANDHILL ROAD, SUITE #10  
(Street)

LAS VEGAS, NV 89120

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**SKINVISIBLE INC [SKVI]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/30/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Amount (D) Price  |  |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)  | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8)       | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |   | Date<br>Exercisable | Expiration<br>Date | Title           | Am<br>Num<br>Sha |
|---|------------------------------------|------------------|------------------|--|---|---------------------|--------------------|-----------------|------------------|
|   |                                    |                  |                  | Code   | V |                     |                    |                 |                  |
| Debt<br>Conversion<br>Rights                            | \$ 0.04                            | 09/30/2014       | C <sup>(1)</sup> | 903,750  |   | 09/30/2014          | 09/30/2019         | Common<br>stock | 9                |
| Debt<br>Conversion<br>Rights<br>(Warrant)<br><u>(1)</u> | \$ 0.05                            | 09/30/2014       | C <sup>(1)</sup> | 451,875  |   | 09/30/2014          | 09/30/2022         | Common<br>stock | 4                |
| Stock<br>Options  | \$ 0.05                            | 12/07/2009       | J <sup>(2)</sup> | 1,000,000  |   | 12/07/2009          | 12/07/2019         | Common<br>stock | 1,0              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| HOWLETT TERRY<br>6320 S. SANDHILL ROAD<br>SUITE #10<br>LAS VEGAS, NV 89120 | X             | X         | CEO & CFO |       |

## Signatures

/s/ Terry  
Howlett  
10/28/2014

\*\*Signature of  
Reporting Person                      Date

## Explanation of Responses:

\* 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).

(1) On September 30, 2014 the Issuer entered into a Debt Conversion Agreement with Mr. Howlett totaling \$36,150.30. Under the terms of the Debt Conversion Agreement, Mr. Howlett has the right to convert the debt amount into common stock of the Issuer as well as a warrant agreement to purchase one share for every two shares acquired. The expiration date on the warrant is 3 years from the date of conversion.

(2) On December 7, 2009, Mr. Howlett was granted an option to purchase shares of common stock under the Issuers Stock Option Plan dated July 17, 2006. On October 17, 2014 Issuer's board of directors approved to modify the options granted with a new expiry date of December 7, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.