

SKINVISIBLE INC
Form 5
February 13, 2014

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HOWLETT TERRY

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

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

6. Individual or Joint/Group Reporting
(check applicable line)

LAS VEGAS, NV 89120

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount (A) or (D) Price			
Stock Options	01/31/2013	01/31/2018	J ⁽⁷⁾	400,000 A \$ 0.04	6,100,000	D	Â
Stock Options	10/20/2013	10/20/2018	J ⁽⁸⁾	1,000,000 A \$ 0.04	6,100,000	D	Â

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

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SEC 2270 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Debt Conversion Rights	\$ 0.02	12/31/2013	Â	C ⁽¹⁾	3,875,745	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.03	12/31/2013	Â	C ⁽¹⁾	1,937,873	Â	12/31/2013	12/31/2021	Common Stock
Debt Conversion Rights	\$ 0.04	12/31/2013	Â	C ⁽²⁾	989,143	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.06	12/31/2013	Â	C ⁽²⁾	415,657	Â	12/31/2013	12/31/2021	Common Stock
Debt Conversion Rights	\$ 0.04	12/31/2013	Â	C ⁽³⁾	264,107	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.05	12/31/2013	Â	C ⁽³⁾	105,643	Â	12/31/2013	12/31/2021	Common Stock
Debt Conversion Rights	\$ 0.03	12/31/2013	Â	C ⁽⁴⁾	153,487	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.04	12/31/2013	Â	C ⁽⁴⁾	46,046	Â	12/31/2013	12/31/2021	Common Stock
Debt Conversion Rights	\$ 0.03	12/31/2013	Â	C ⁽⁵⁾	154,507	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.04	12/31/2013	Â	C ⁽⁵⁾	46,352	Â	12/31/2013	12/31/2021	Common Stock

Debt Conversion Rights	\$ 0.03	12/31/2013	Â	C(6)	105,007	Â	12/31/2013	12/31/2018	Common Stock
Debt Conversion Rights (Warrant)	\$ 0.04	12/31/2013	Â	C(6)	52,503	Â	12/31/2013	12/31/2021	Common Stock

Reporting Owners

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

Signatures

/s/ Terry Howlett 02/13/2014

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).

- On December 31, 2013 the Issuer entered into Debt Conversion Agreement with Mr. Howlett totaling \$77,514.89. Under the terms of the
- (1) 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) Total amount of interest due under prior Debt Conversion Agreement issued to Mr. Howlett totaling \$39,566.
 - (3) Total amount of interest due under prior Debt Conversion Agreement issued to Mr. Howlett totaling \$10,564.
 - (4) Total amount of interest due under prior Debt Conversion Agreement issued to Mr. Howlett totaling \$4,605.
 - (5) Total amount of interest due under prior Debt Conversion Agreement issued to Mr. Howlett totaling \$4,635.
 - (6) Total amount of interest due under prior Debt Conversion Agreement issued to Mr. Howlett totaling \$3,150.
 - (7) On January 3, 2013, the Issuer's Board of Directors approved to extend the stock options issued to Mr. Howlett.
 - (8) On October 15, 2013, the Issuer's Board of Directors approved to extend the stock options issued to Mr. Howlett.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.