

NATURES SUNSHINE PRODUCTS INC

Form 4

November 15, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HUGHES EUGENE L

(Last) (First) (Middle)

C/O NATURE'S SUNSHINE
PRODUCTS, INC., 75 EAST 1700
SOUTH

(Street)

PROVO, UT 84606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NATURES SUNSHINE
PRODUCTS INC [natr]

3. Date of Earliest Transaction
(Month/Day/Year)
11/11/2004

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/11/2004		M		1,000	A	\$ 7.75	17,335	D <u>(1)</u> <u>(2)</u>
Common Stock	11/11/2004		S		1,000	D	\$ 15.75	16,335	D <u>(1)</u> <u>(2)</u>
Common Stock	11/12/2004		M		26,000	A	\$ 7.75	42,335	D <u>(1)</u> <u>(2)</u>
Common Stock	11/12/2004		S		23,500	D	\$ 15.75	18,835	D <u>(1)</u> <u>(2)</u>
	11/12/2004		S		100	D	\$ 16	18,735	D <u>(1)</u> <u>(2)</u>

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Common
Stock

Common Stock	11/12/2004	S	100	D	\$ 16.58	18,635	D <u>(1)</u> <u>(2)</u>
Common Stock	11/12/2004	S	200	D	\$ 16.6	18,435	D <u>(1)</u> <u>(2)</u>
Common Stock	11/12/2004	S	100	D	\$ 16.61	18,335	D <u>(1)</u> <u>(2)</u>
Common Stock	11/12/2004	S	2,000	D	\$ 16.7	16,335	D <u>(1)</u> <u>(2)</u>

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

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(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 (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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to buy	\$ 7.75	11/11/2004		M	1,000	10/19/2002	10/19/2005	Common Stock	1,000
Option - Right to buy	\$ 7.75	11/12/2004		M	26,000	10/19/2002	10/19/2005	Common Stock	26,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES EUGENE L C/O NATURE'S SUNSHINE PRODUCTS, INC. 75 EAST 1700 SOUTH	X	X		

PROVO, UT 84606

HUGHES KRISTINE F

C/O NATURE'S SUNSHINE PRODUCTS, INC.

75 EAST 1700 SOUTH

PROVO, UT 84606

X

X

Signatures

/s/Eugene L.

11/15/2004

Hughes

 Signature of
Reporting Person

Date

/s/Kristine F.

11/15/2004

Hughes

 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).

Kristine F. Hughes and Eugene L. Hughes are also the indirect beneficial owners of 1,303,606 shares held in revocable family trusts for the benefit of themselves and their children, of which they are trustees, and 101,536 shares allocated to Mr. Hughes' 401(k) plan account. In addition, Kristine Hughes is the indirect beneficial owner of 16,335 shares owned by Eugene L. Hughes.

(2) Owned directly by Eugene L. Hughes and indirectly by Kristine F. Hughes, Mr. Hughes' spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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