

HOGGE DAREN G

Form 4

November 17, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HOGGE DAREN G

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2004

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
E.V.P., Pres.-Int'l Div.

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

(Street)

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

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

PROVO, UT 84606

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/15/2004		M		8,200	A	\$ 7.75	8,200	D ⁽¹⁾	
Common Stock	11/15/2004		S		1,100	D	\$ 16.5	7,100	D	
Common Stock	11/15/2004		S		7,100	D	\$ 16.7	0	D	
Common Stock	11/16/2004		M		1,900	A	\$ 7.75	1,900	D	
	11/16/2004		S		1,200	D	\$ 16.5	700	D	

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Common
Stock

Common Stock	11/16/2004	S	100	D	\$ 16.52	600	D
Common Stock	11/16/2004	S	100	D	\$ 16.53	500	D
Common Stock	11/16/2004	S	400	D	\$ 16.55	100	D
Common Stock	11/16/2004	S	100	D	\$ 16.57	0	D

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 (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)	8. Amount or Number of Shares
Option - Right to buy	\$ 7.75	11/15/2004		M	8,200	10/19/2002 10/19/2005	Common Stock	8,200
Option - Right to buy	\$ 7.75	11/16/2004		M	1,900	10/19/2002 10/19/2005	Common Stock	1,900

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HOGGE DAREN G C/O NATURE'S SUNSHINE PRODUCTS, INC.	E.V.P., Pres.-Int'l Div.

75 EAST 1700 SOUTH
PROVO, UT 84606

Signatures

/s/Daren G.

11/17/2004

Hogge

____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) The reporting person is also the indirect beneficial owner of 2,313 shares held in the reporting person's 401(k) plan account.

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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