

HUGHES KRISTINE F

Form 4

July 28, 2005

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HUGHES KRISTINE F

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)
07/19/2005

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

NATURES SUNSHINE
PRODUCTS, 75 EAST 1700
SOUTH

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ 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 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)
Common Stock	07/19/2005		G ⁽¹⁾	V 17,289 D \$ 0	1,284,317	I ⁽¹⁾ ⁽²⁾	By Trust
Common Stock	07/27/2005		M	5,492 A \$ 7.75	5,492	D ⁽²⁾ ⁽³⁾	
Common Stock	07/27/2005		S	5,492 D \$ 19.75	0	D ⁽²⁾ ⁽³⁾	

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(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 Amount of Underlying Securities (Instr. 3 and 4)	8.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to Buy	\$ 7.75	07/27/2005		M	5,492	10/19/2002	10/19/2005	Common Stock	5,492

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES KRISTINE F NATURES SUNSHINE PRODUCTS 75 EAST 1700 SOUTH PROVO, UT 84606	X	X		
HUGHES EUGENE L NATURES SUNSHINE PRODUCTS 75 EAST 1700 SOUTH PROVO, UT 84606	X	X		

Signatures

/s/Kristine F.
Hughes 07/28/2005

**Signature of
Reporting Person

Date

/s/Eugene L.
Hughes 07/28/2005

**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) Represents a gift by a revocable family trust for the benefit of the reporting persons and their children, of which the reporting persons are trustees.

(2) After the gift, Kristine F. Hughes and Eugene L. Hughes are the indirect beneficial owners of 1,284,317 shares held by the revocable family trusts for the benefit of the reporting persons and their children, of which the reporting persons are trustees. Kristine F. Hughes and Eugene L. Hughes are also the indirect beneficial owners of 101,577 shares allocated to Mr. Hughes' 401(k) plan account. In addition, Mr. Hughes is the direct beneficial owner, and Mr. Hughes' spouse, Kristine F. Hughes, is the indirect beneficial owner, of 16,335 shares.

(3) Owned directly by Kristine F. Hughes and indirectly by Eugene L. Hughes, Mrs. 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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