

NATURES SUNSHINE PRODUCTS INC

Form 4

August 30, 2013

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jarvis Jamon2. 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)
75 EAST 1700 SOUTH
(Street)3. Date of Earliest Transaction
(Month/Day/Year)
08/29/2013☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
EVP, Gen Counsel, Sec, CCO

PROVO, UT 84606

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/29/2013		M	1,117 A	\$ 9.87 1,117	D	
Common Stock	08/29/2013		S	1,117 D	\$ 17.65 0	D	
Common Stock	08/30/2013		M	20,525 A	\$ 9.87 20,525	D	
Common Stock	08/30/2013		S	20,000 D	\$ 17.5 525	D	
Common Stock	08/30/2013		S	525 D	\$ 17.65 0	D	

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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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.87 ⁽¹⁾	08/29/2013		M	1,117	⁽²⁾ 01/03/2021	Common Stock	1,117
Employee Stock Option (Right to Buy)	\$ 9.87 ⁽¹⁾	08/30/2013		M	20,525	⁽²⁾ 01/31/2021	Common Stock	20,525

Reporting Owners

Reporting Owner Name / Address	Relationships
Jarvis Jamon 75 EAST 1700 SOUTH PROVO, UT 84606	Director 10% Owner Officer Other EVP, Gen Counsel, Sec, CCO

Signatures

/s/ Jamon Jarvis 08/30/2013
 **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)

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On August 8, 2013, the Nature's Sunshine Products, Inc (the "Issuer") declared a one-time cash dividend of \$1.50 per share to shareholders of record as of August 19, 2013, to be paid on August 29, 2013. As a result, pursuant to anti-dilution provisions of the Issuer's stock incentive plans, the exercise price of all outstanding options were reduced by \$1.50.

- (2) On May 10, 2010, the reporting person was granted an option to purchase 42,000 shares of common stock. The option vests in three equal installments based on satisfaction of certain performance criteria. The performance criteria for two-thirds of the options were determined to have been met on 3/1/12, resulting in vesting of the option with respect to 28,000 shares. The remainder of the option vested with respect to 14,000 shares on 8/21/12 when the performance criteria for the final one-third of the options were determined to have been met.

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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