HUGHES KRISTINE F

Form 4

September 09, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HUGHES KRISTINE F

(First) (Middle)

NATURES SUNSHINE

PRODUCTS, 75 EAST 1700 SOUTH

(Last)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol

NATURES SUNSHINE PRODUCTS INC [NATR]

(Month/Day/Year) 09/08/2005

3. Date of Earliest Transaction

X Director Officer (give title

Issuer

10% Owner _ Other (specify

(Check all applicable)

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

Applicable Line)

Amount of

Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person

PROVO, UT 84606

(City) (State) (Zip)

2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities Acquired Execution Date, if

Amount

Code (Month/Day/Year) (Instr. 8)

Code V

Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5)

(A)

(D)

Securities Beneficially Owned Following Reported

0

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Ownership Form: Direct (D) or

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(9-02)

Indirect (I) (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Common Stock

1.Title of

Security

(Instr. 3)

09/08/2005

 $D^{(1)}$ 39,264

Price

 $D^{(2)}(3)$

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						·
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				~	<i>(</i> 1) (5)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	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/Karen Lawrence as attorney-in-fact for Kristine F. Hughes	09/08/2005
**Signature of Reporting Person	Date
/s/Karen Lawrence as attorney-in-fact for Eugene L. Hughes	09/08/2005
**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 shares purchased by Nature's Sunshine Products, Inc. in its Dutch Auction tender offer.
- Kristine F. Hughes and Eugene L. Hughes are the indirect beneficial owners of 1,284,317 shares held by 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 101,568 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. 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.

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