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NATURES SUNSHINE PRODUCTS INC Form 4 February 06, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HUGHES EUGENE L Issuer Symbol NATURES SUNSHINE (Check all applicable) PRODUCTS INC [NATR] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director X__ 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) NATURES SUNSHINE 02/02/2007 PRODUCTS, 75 EAST 1700 SOUTH (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting PROVO, UT 84606 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 3. 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Transaction(A) or Disposed of (D) Securities Form: Direct Indirect Security (Month/Day/Year) Execution Date, if (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 02/02/2007 61,330 61.330 D M Α 7 69 Stock Common By Trusts 1,240,975 Ι (1) Stock Common Spouse (2) 16,335 Ι Stock Common 401(k) 97,560 Ι Plan⁽³⁾ Stock

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and A Underlying S (Instr. 3 and	Securit
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Option-Right to buy	\$ 7.69	02/02/2007		М		61,330	02/06/2002	02/06/2007	Common Stock	61,3

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
HUGHES EUGENE L NATURES SUNSHINE PROE 75 EAST 1700 SOUTH PROVO, UT 84606	OUCTS	Х	Х					
Signatures								
/s/ EUGENE L. HUGHES	02/06/2	2007						
**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 1,240,975 shares held by revocable family trusts for the benefit of the reporting person, his spouse and their children, of which the reporting person is a trustee.
- (2) Kristine F. Hughes, the spouse of the reporting person is the direct beneficial owner of 16,335 shares.
- (3) Eugene L. Hughes is the indirect beneficial owner of 97,560 shares allocated to Mr. Hughes' 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. 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.