

NATURES SUNSHINE PRODUCTS INC
 Form 4
 November 08, 2004

FORM 4

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

OMB APPROVAL

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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 *
 HUGHES EUGENE L

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)
 11/04/2004

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

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)
 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)
				(A) or (D)	Price		
Common Stock	11/04/2004		M	A	\$ 8,4848	33,000	D (1) (2)
Common Stock	11/04/2004		S	D	\$ 15.5	31,700	D (1) (2)
Common Stock	11/04/2004		S	D	\$ 15.51	29,200	D (1) (2)
Common Stock	11/04/2004		S	D	\$ 15.52	28,900	D (1) (2)
	11/04/2004		S	D	\$ 15.53	28,300	D (1) (2)

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Common Stock							
Common Stock	11/04/2004	S	300	D	\$ 15.54	28,000	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	1,900	D	\$ 15.55	26,100	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	4,800	D	\$ 15.56	21,300	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	1,400	D	\$ 15.57	19,900	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	700	D	\$ 15.58	19,200	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	500	D	\$ 15.61	18,700	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	1,100	D	\$ 15.62	17,600	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	800	D	\$ 15.63	16,800	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	3,700	D	\$ 15.64	13,100	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	2,300	D	\$ 15.65	10,800	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	200	D	\$ 15.66	10,600	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	500	D	\$ 15.67	10,100	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	2,000	D	\$ 15.7	8,100	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	100	D	\$ 15.71	8,000	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	400	D	\$ 15.72	7,600	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	100	D	\$ 15.76	7,500	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	400	D	\$ 15.78	7,100	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	2,100	D	\$ 15.8	5,000	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004	S	500	D	\$ 15.81	4,500	D <u>(1)</u> <u>(2)</u>
	11/04/2004	S	1,100	D	\$ 15.82	3,400	D <u>(1)</u> <u>(2)</u>

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Common Stock								
Common Stock	11/04/2004		S	800	D	\$ 15.83	2,600	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004		S	300	D	\$ 15.85	2,300	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004		S	1,100	D	\$ 15.86	1,200	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004		S	300	D	\$ 15.87	900	D <u>(1)</u> <u>(2)</u>
Common Stock	11/04/2004		S	400	D	\$ 15.89	500	D <u>(1)</u> <u>(2)</u>

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. 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to buy	\$ 8.4848	11/04/2004		M	33,000	12/16/1996	12/16/2004	Common Stock	33,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES EUGENE L NATURE'S SUNSHINE PRODUCTS, INC. 75 EAST 1700 SOUTH PROVO, UT 84606	X	X		

