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NATURAL HEALTH TRENDS CORP

Form 4

October 30, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

BROADY GEORGE K

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to Issuer

NATURAL HEALTH TRENDS

CORP [NHTC]

(Check all applicable)

3. Date of Earliest Transaction (Month/Day/Year)

X_ Director Officer (give title

X 10% Owner Other (specify

C/O NATURAL HEALTH TRENDS 10/30/2015 CORP., 609 DEEP VALLEY

(Street)

(First)

(Middle)

DRIVE, SUITE 395

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

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

ROLLING HILLS ESTATES, CA 90274

Stock

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transactio | 4. Securition(A) or Dis | | • | 5. Amount of Securities | 6. Ownership | 7. Nature of Indirect |
|------------------------|--------------------------------------|-------------------------------|------------------|-------------------------|-----------|-------------|-------------------------------|--------------|-----------------------|
| (Instr. 3) | • • | any | Code | (Instr. 3, 4 | _ | | Beneficially | Form: Direct | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | (D) or | Ownership |
| | | | | | | | Following | Indirect (I) | (Instr. 4) |
| | | | | | (4) | | Reported | (Instr. 4) | |
| | | | | | (A) | | Transaction(s) | | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock | 10/30/2015 | | D | 30,717 | D | \$ 46.97 | 599,057 <u>(1)</u> <u>(2)</u> | D | |
| Common | | | | | | | 2.000.422 | т | (1) |

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

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2,908,423

(1)

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number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|---------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orNumber | Expiration D | ate | Amou | int 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 | ities | (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 | Title | or Number | | |
| | | | | | | Exercisable | Date | Title | of | | |
| | | | | Codo V | (A) (D) | | | | Shares | | |
| | | | | Code v | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| BROADY GEORGE K C/O NATURAL HEALTH TRENDS CORP. 609 DEEP VALLEY DRIVE, SUITE 395 ROLLING HILLS ESTATES, CA 90274 | X | X | | | | | |

Signatures

/s/ Timothy S. Davidson by Power of Attorney

10/30/2015

Date

**Signature of Reporting Person

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).
- It has come to the attention of the reporting person that prior filings have incorrectly disclosed the allocation of ownership of shares (1) between George K. Broady, the George K. Broady 2012 Irrevocable Trust and another family trust. It is expected that appropriate correcting filings will be made in due course.
- These shares were sold to Natural Health Trends Corp. (the "Company") under the Stock Repurchase Agreement dated October 28, 2015 between George K. Broady and the Company. With the purchase of these shares, the Company has satisfied its stock repurchase obligations under both the Stock Repurchase Agreement with Mr. Broady and a Rule 10b5-1 Issuer Repurchase Plan with its broker, having expended approximately \$5.0 million.

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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