

NU SKIN ENTERPRISES INC
 Form 4
 June 02, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer 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 *
 Schwerdt Scott E

2. Issuer Name and Ticker or Trading Symbol
 NU SKIN ENTERPRISES INC
 [NUS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/31/2005

___ Director ___ 10% Owner
 Officer (give title below) Other (specify below)
 Regional Vice President - / North America

C/O NU SKIN ENTERPRISES, INC., 75 WEST CENTER STREET

(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 84601

(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 | | |
| Class A Common Stock | 05/31/2005 | | M | 5,000 | A \$ 8.19 | 7,464 ⁽¹⁾ | D |
| Class A Common Stock | 05/31/2005 | | S ⁽²⁾ | 100 | D \$ 22.23 | 7,364 | D |
| Class A Common Stock | 05/31/2005 | | S ⁽²⁾ | 4,900 | D \$ 22.2 | 2,464 ⁽³⁾ | D |

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

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

SEC 1474
(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) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 13.91 | | | | | 08/21/1999 ⁽⁵⁾ 08/21/2008 | Class A Common Stock 18,000 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 20.8 | | | | | 07/13/2006 ⁽⁵⁾ 07/13/2009 | Class A Common Stock 75,000 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 12.94 | | | | | 08/31/2000 ⁽⁵⁾ 08/31/2009 | Class A Common Stock 20,000 |
| Employee Stock Option (right to buy) | \$ 8.19 | 05/31/2005 | | M | 5,000 | 02/07/2001 ⁽⁵⁾ 02/07/2010 | Class A Common Stock 5,000 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 6.56 | | | | | 08/31/2001 ⁽⁵⁾ 08/31/2010 | Class A Common Stock 7,500 |
| Employee Stock Option | \$ 6.56 | | | | | 08/31/2001 ⁽⁵⁾ 08/31/2010 | Class A Common Stock 5,000 |

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|---|----------|---------------------------|------------|----------------------|--------|--|
| (right to buy) ⁽⁴⁾ | | | | | | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 8.2 | 02/28/2002 ⁽⁵⁾ | 02/28/2011 | Class A Common Stock | 10,000 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 6.85 | 08/31/2002 ⁽⁵⁾ | 08/31/2011 | Class A Common Stock | 10,000 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 8.99 | 03/01/2003 ⁽⁵⁾ | 03/01/2012 | Class A Common Stock | 7,500 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 12 | 09/03/2003 ⁽⁵⁾ | 09/03/2012 | Class A Common Stock | 7,500 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 9.04 | 03/10/2004 ⁽⁵⁾ | 03/10/2013 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 11.5 | 09/02/2004 ⁽⁵⁾ | 09/02/2013 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 19.15 | 02/27/2005 ⁽⁵⁾ | 02/27/2005 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 26.13 | 09/01/2005 ⁽⁵⁾ | 09/01/2014 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to | \$ 22.33 | 02/28/2006 ⁽⁵⁾ | 02/28/2015 | Class A Common Stock | 12,500 | |

buy) ⁽⁴⁾

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|---------------|
| | Director | 10% Owner | Officer | Other |
| Schwerdt Scott E C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601 | | | Regional Vice President- | North America |

Signatures

| | |
|---|------------|
| D. Matthew Dorny as Attorney-in-Fact for Scott E. Schwerdt | 06/02/2005 |
|---|------------|

 **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) Updated to reflect shares acquired under the company's Employee Stock Purchase Plan which are exempt from filing.
- (2) Sale pursuant to a 10b5-1 plan adopted by the Reporting Person.
- (3) Represents number of shares beneficially owned as of May 31, 2005.
- (4) Previously reported.
- (5) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (6) Price not applicable.

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.