

NU SKIN ENTERPRISES INC

Form 4

December 14, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DORNY D MATTHEW

(Last) (First) (Middle)

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

(Street)

PROVO, UT 84601

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	12/09/2016		G	2,000	D \$ 0	41,230	D
Class A Common Stock	12/12/2016		M	3,750	A \$ 28.09	44,980	D
Class A Common Stock	12/12/2016		M	3,750	A \$ 28.09	48,730	D
Class A Common Stock	12/12/2016		M	6,250	A \$	54,980	D

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Common Stock						25.89		
Class A Common Stock	12/12/2016	M	3,635	A	\$ 25.57	58,615	D	
Class A Common Stock	12/12/2016	<u>S⁽¹⁾</u>	17,385	D	\$ 50.11 <u>(2)</u>	41,230	D	
Class A Common Stock	12/13/2016	M	2,615	A	\$ 25.57	43,845	D	
Class A Common Stock	12/13/2016	<u>S⁽¹⁾</u>	2,615	D	\$ 50	41,230	D	

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

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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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 28.09	12/12/2016		M	3,750	<u>(3)</u> 03/02/2017	Class A Common Stock	3,750
Employee Stock Option (right to buy)	\$ 28.09	12/12/2016		M	3,750	<u>(3)</u> 03/02/2017	Class A Common Stock	3,750
	\$ 25.89	12/12/2016		M	6,250	<u>(3)</u> 06/28/2017		6,250

Employee Stock Option (right to buy)								Class A Common Stock	
Employee Stock Option (right to buy)	\$ 25.57	12/12/2016	M	3,635	<u>(3)</u>	08/31/2017		Class A Common Stock	3,635
Employee Stock Option (right to buy)	\$ 25.57	12/12/2016	M	2,615	<u>(3)</u>	08/31/2017		Class A Common Stock	2,615

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DORNY D MATTHEW C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601			General Counsel	

Signatures

/s/ Gregory Belliston as Attorney-in-Fact for D. Matthew Dorny 12/14/2016

__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) Sale pursuant to a 10b5-1 plan adopted by the Reporting Person.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from 50.00 to 50.39, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

(3) Currently exercisable in full.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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