

BRYSON R CRAIG
Form SC 13G/A
February 17, 2004

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

SCHEDULE 13G/A

**Under the Securities Exchange Act of 1934
(Amendment No. 6)***

Nu Skin Enterprises, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

67018T-10-5
(CUSIP Number)

December 31, 2003
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (*Act*) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 control number.

**SCHEDULE 13G/A (AMENDMENT NO. 6)
CUSIP NO. 67018T-10-5**

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NAMES OF REPORTING PERSON(S)
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON(S) (ENTITIES ONLY).
R. Craig Bryson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
R. Craig Bryson: United States of America

5 SOLE VOTING POWER
NUMBER OF SHARES R. Craig Bryson: 1,122,960 **SEE ITEM 4

6 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH R. Craig Bryson: 1,162,960 **SEE ITEM 4

7 SOLE DISPOSITIVE POWER
REPORTING PERSON WITH R. Craig Bryson: 1,122,960 **SEE ITEM 4

8 SHARED DISPOSITIVE POWER
R. Craig Bryson: 1,162,960 **SEE ITEM 4

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
R. Craig Bryson: 2,285,920 **SEE ITEM 4

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
R. Craig Bryson: 3.2% **SEE ITEM 4

12 TYPE OF REPORTING PERSON(S)(SEE INSTRUCTIONS)
R. Craig Bryson: IN

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1 NAMES OF REPORTING PERSON(S)
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON(S) (ENTITIES ONLY).
Kathleen D. Bryson

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Kathleen D. Bryson: United States of America

5 SOLE VOTING POWER
 NUMBER OF SHARES

Kathleen D. Bryson: 1,122,960**SEE ITEM 4

BENEFICIALLY OWNED BY EACH

6 SHARED VOTING POWER

Kathleen D. Bryson: 40,000**SEE ITEM 4

REPORTING PERSON WITH

7 SOLE DISPOSITIVE POWER

Kathleen D. Bryson: 1,122,960**SEE ITEM 4

8 SHARED DISPOSITIVE POWER

Kathleen D. Bryson: 40,000**SEE ITEM 4

9 AGGREGATE AMOUNT BENEFICALLY OWNED BY EACH REPORTING PERSON

Kathleen D. Bryson: 1,162,960**SEE ITEM 4

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Kathleen D. Bryson: 1.6%**SEE ITEM 4

12 TYPE OF REPORTING PERSON(S)(SEE INSTRUCTIONS)

Kathleen D. Bryson: IN

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Item 1 (a) Name of Issuer:

The name of the issuer is Nu Skin Enterprises, Inc. (the *Issuer*).

(b) Address of Issuer's Principal Executive Offices:

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The address of the Issuer's principal executive office is 75 West Center Street, Provo, Utah 84601.

Item 2 (a) Name of Person Filing:

This report is being filed by R. Craig Bryson and Kathleen D. Bryson (referred to individually by name and referred to collectively as the "Reporting Persons").

(b) Address of Principal Business Office or, if none, Residence:

The address of the Reporting Persons; principal business office is 75 West Center Street, Provo, Utah 84601.

(c) Citizenship:

The Reporting Persons are both citizens of the United States of America.

(d) Title of Class of Securities:

This report covers the Issuer's Class A Common Stock, par value \$.001 per share (the "Class A Common Stock").

(e) CUSIP Number:

The CUSIP number of the Class A Common Stock is 67018T-10-5.

Item 3 Not Applicable.

Item 4 Ownership.

R. Craig Bryson

- (a) R. Craig Bryson beneficially owns or may be deemed to beneficially own 2,285,920 shares of Class A Common Stock. 2,245,920 shares of Class A Common Stock are held by RCB NS-Holdings, LLC, a limited liability company owned entirely by the Reporting Persons. The Reporting Persons are also the sole managers of the limited liability company and have the sole right to exercise all voting and dispositive power with respect to the shares held by the limited liability company. The filing of the above statement shall not be construed as an admission that R. Craig Bryson is, for the purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, the

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beneficial owner of the following shares which were included in the 2,285,920 shares of Class A Common Stock referenced above: 40,000 shares of Class A Common Stock held indirectly as a co-trustee for The Bryson Fixed Charitable Trust.

- (b) R. Craig Bryson beneficially owns or may be deemed to beneficially own 2,285,920 shares of Class A Common Stock which would constitute 3.2% of the number of shares of the then outstanding Class A Common Stock.
- (c) (i) R. Craig Bryson has sole power to vote or direct the vote of 1,122,960 shares of Class A Common Stock held indirectly as a co-manager of RCB NS-Holdings, LLC with respect to which he has the sole power to vote or direct the vote pursuant to the governing documents of said limited liability company.

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(ii) R. Craig Bryson has or may be deemed to have shared power to vote or direct the vote of 1,162,960 shares of Class A Common Stock as follows: 1,122,960 shares of Class A Common Stock held by RCB NS-Holdings, LLC which his wife has the sole power to vote or direct the vote of pursuant to the governing documents of said limited liability company; 40,000 shares of Class A Common Stock held indirectly as a co-trustee of The Bryson Fixed Charitable Trust.

(iii) R. Craig Bryson has sole power to dispose or direct the disposition of 1,122,960 shares of Class A Common Stock held indirectly as a co-manager of RCB NS-Holdings, LLC with respect to which he has the sole power to vote or direct the vote pursuant to the governing documents of said limited liability company.

(iv) R. Craig Bryson has or may be deemed to have shared power to dispose or direct the disposition of 1,162,960 shares of Class A Common Stock as follows: 1,122,960 shares of Class A Common Stock held by RCB NS-Holdings, LLC which his wife has the sole power to vote or direct the vote of pursuant to the governing documents of said limited liability company; 40,000 shares of Class A Common Stock held indirectly as a co-trustee of The Bryson Fixed Charitable Trust.

Kathleen D. Bryson:

- (a) Kathleen D. Bryson beneficially owns or may be deemed to beneficially own 1,162,960 shares of Class A Common Stock. 1,122,960 shares of Class A Common Stock are held by RCB NS-Holdings, LLC, a limited liability company owned entirely by the Reporting Persons. The Reporting Persons are also the sole managers of the limited liability company and have the sole right to exercise all voting and dispositive power with respect to the shares held by the

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limited liability company. The filing of the above statement shall not be construed as an admission that Kathleen D. Bryson is, for the purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, the beneficial owner of the following shares which were included in the 1,162,960 shares of Class A Common Stock referenced above: 40,000 shares of Class A Common Stock held indirectly as a co-trustee for The Bryson Fixed Charitable Trust.

- (b) Kathleen D. Bryson beneficially owns or may be deemed to beneficially own 1,162,960 shares of Class A Common Stock which would constitute 1.6% of the number of shares of the then outstanding Class A Common Stock.
- (c) (i) Kathleen D. Bryson has sole power to vote or direct the vote of 1,122,960 shares of Class A Common Stock held indirectly as a co-manager of RCB NS-Holdings, LLC with respect to which she has the sole power to vote or direct the vote pursuant to the governing documents of said limited liability company.
- (ii) Kathleen D. Bryson has shared power to vote or direct the vote of 40,000 shares of Class A Common Stock held indirectly as a co-trustee of The Bryson Fixed Charitable Trust.
- (iii) Kathleen D. Bryson has sole power to vote or direct the vote of 1,122,960 shares of Class A Common Stock held indirectly as a co-manager of RCB NS-Holdings, LLC with respect to which she has the sole power to vote or direct the vote pursuant to the governing documents of said limited liability company.
- (iv) Kathleen D. Bryson has shared power to dispose or direct the disposition of 40,000 shares of Class A Common Stock held indirectly as a co-trustee of The Bryson Fixed Charitable Trust.

Item 5 Ownership of Five Percent or Less of a Class.

The Reporting Persons are filing this report to report their beneficial ownership of the Class A Shares has dropped below five percent.

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8 Identification and Classification of Members of the Group.

Not applicable.

Item 9 Notice of Dissolution of Group.

Not applicable.

Item 10 Certification.

Not applicable.

The undersigned by signing below hereby confirm this joint filing is made on behalf of each of them.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

/s/ R. Craig Bryson

By: R. Craig Bryson

Dated: February 12, 2004

/s/ Kathleen D. Bryson

By: Kathleen D. Bryson

Dated: February 12, 2004

SIGNATURES

