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NATURES SUNSHINE PRODUCTS INC

Form 3/A June 19, 2009

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Estimated average burden hours per

response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement NATURES SUNSHINE PRODUCTS INC [NATR] WEIR CANDACE K (Month/Day/Year) 06/07/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 9 ELK ST 06/17/2009 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Director _X_ 10% Owner Form filed by One Reporting Officer Other (give title below) (specify below) ALBANY, NYÂ 12207 _X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) By Paradigm Capital Common Stock 1,578,737 I Management (1)

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------------|---|
| | | (Instr. 4) | Price of | Derivative | |
| | | Title | Derivative | Security: | |
| | | | Security | Direct (D) | |

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Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | |
|---|----------|---------------|---------|------|--|
| Fg | Director | 10% Owner | Officer | Othe | |
| WEIR CANDACE K 9 ELK ST ALBANY, NY 12207 | ÂX | ÂX | Â | Â | |
| PARADIGM CAPITAL MANAGEMENT INC/NY 9 ELK STREET ALBANY, NYÂ | Â | ÂX | Â | Â | |

Signatures

/s/ Jamon Jarvis, as attorney-in-fact for Candace K. Weir 06/18/2009

**Signature of Reporting Person Date

/s/ Carl Florio, Director and Vice

Chairman, Paradigm Capital 06/18/2009

Management, Inc.

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

The shares are beneficially owned by Paradigm Capital Management, Inc. ("Paradigm"), which has sole voting and dispositive power over the shares. As a director and president of Paradigm, Ms. Weir may be deemed to beneficially own, and to have sole voting and dispositive power over, such shares. Ms. Weir disclaims beneficial ownership of these shares except to the extent of her indirect pecuniary interest therein by virtue of any ownership interest in Paradigm.

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Remarks:

This amendment is being filed to include Paradigm Capital Management, Inc. as a reporting person, Â total amount of securities beneficially owned.

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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