ADAMS MARK L Form 4 March 02, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* ADAMS MARK L

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

Symbol

NU SKIN ENTERPRISES INC [NUS]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title \_X\_ Other (specify

(Month/Day/Year)

02/28/2005

below) below) Vice President- / Corporate Services

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

(Street)

(State)

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

PROVO, UT 84601

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

5. Amount of Securities Beneficially Owned **Following** 

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported

Transaction(s) (Instr. 3 and 4)

Class A Common

Code V Amount (D) Price

(Month/Day/Year)

4,179 (1) D

Stock

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

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

(9-02)

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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. Transactic Code (Instr. 8)	Secur Secur Acqu or Di (D)	rities fired (A sposed :. 3, 4,	<b>A</b> )	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitic (Instr. 3 and 4)	
				Code V	(A	<b>v</b> ) (	(D)	Date Exercisable	Expiration Date	Title	or Numb of Sha
Employee Stock Option (right to buy) (2)	\$ 6.56							08/31/2000(3)	08/31/2010	Class A Common Stock	15,0
Employee Stock Option (right to buy) (2)	\$ 8.2							02/28/2002(3)	02/28/2011	Class A Common Stock	7,50
Employee Stock Option (right to buy) (2)	\$ 12.45							04/19/2003(3)	04/19/2012	Class A Common Stock	7,50
Employee Stock Option (right to buy) (2) (6)	\$ 12.45							04/19/2003(4)	08/21/2008	Class A Common Stock	15,0
Employee Stock Option (right to buy) (2) (6)	\$ 12.45							04/19/2003(5)	08/31/2011	Class A Common Stock	7,50
Employee Stock Option (right to buy) (2) (6)	\$ 12.45							04/19/2003(4)	08/31/2009	Class A Common Stock	20,0
Employee Stock Option (right to buy) (2)	\$ 12							09/03/2003(3)	09/03/2012	Class A Common Stock	7,50
	\$ 9.04							03/10/2004(3)	03/10/2013		12,5

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Employee Stock Option (right to buy) (2)							Class A Common Stock	
Employee Stock Option (right to buy) (2)	\$ 11.5				09/02/2004(3)	09/02/2013	Class A Common Stock	12,5
Employee Stock Option (right to buy) (2)	\$ 19.15				02/27/2005(3)	02/27/2014	Class A Common Stock	12,5
Employee Stock Option (right to buy) (2)	\$ 26.13				09/01/2005(3)	09/01/2014	Class A Common Stock	12,5
Employee Stock Option (right to buy)	\$ 22.33	02/28/2005	A	12,500	02/28/2006(3)	02/28/2015	Class A Common Stock	12,5

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
ADAMS MARK L C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601			Vice President-	Corporate Services				

## **Signatures**

D. Matthew Dorny as Attorney-in-Fact for Mark L.

Adams

\*\*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) Represents number of shares beneficially owned as of February 28, 2005.
- (2) Previously Reported

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- (3) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (4) Currently exercisable in full.
- (5) 75% is currently exercisable, and 25% becomes exercisable on 8/31/2005.
- (6) Issued as part of Option Exchange Offer.
- (7) 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.