

DORNY D MATTHEW

Form 4

March 02, 2005

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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(Print or Type Responses)

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

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

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

PROVO 84601

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

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

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
				Code V Amount (D) Price			
Class A Common Stock					540 (1) (2)	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)

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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. 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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽³⁾	\$ 6.56					08/31/2001 ⁽⁴⁾ 08/31/2010	Class A Common Stock	1,250
Employee Stock Option (right to buy) ⁽³⁾	\$ 8.2					02/28/2002 ⁽⁴⁾ 02/28/2011	Class A Common Stock	2,500
Employee Stock Option (right to buy) ⁽³⁾	\$ 12.45					⁽⁵⁾ 08/31/2009	Class A Common Stock	5,000
Employee Stock Option (right to buy) ⁽³⁾	\$ 12.45					08/31/2002 ⁽⁴⁾ 08/31/2011	Class A Common Stock	2,500
Employee Stock Option (right to buy) ⁽³⁾	\$ 12.45					04/19/2003 ⁽⁴⁾ 08/21/2008	Class A Common Stock	2,500
Employee Stock Option (right to buy) ⁽³⁾	\$ 12.45					⁽⁵⁾ 05/26/2008	Class A Common Stock	4,000
Employee Stock Option (right to buy) ⁽³⁾	\$ 12.45					⁽⁵⁾ 08/21/2008	Class A Common Stock	4,000
	\$ 12					09/03/2003 ⁽⁴⁾ 09/03/2012		3,500

Employee Stock Option (right to buy) ⁽³⁾									Class A Common Stock	
Employee Stock Option (right to buy) ⁽³⁾	\$ 9.04					03/10/2004 ⁽⁴⁾	03/10/2013		Class A Common Stock	12,5
Employee Stock Option (right to buy) ⁽³⁾	\$ 11.5					09/02/2004 ⁽⁴⁾	09/02/2013		Class A Common Stock	12,5
Employee Stock Option (right to buy) ⁽³⁾	\$ 19.15					02/27/2005 ⁽⁴⁾	02/27/2014		Class A Common Stock	12,5
Employee Stock Option (right to buy) ⁽³⁾	\$ 26.13					09/01/2005 ⁽⁴⁾	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 ⁽⁴⁾	02/28/2015		Class A Common Stock	12,5

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 84601			Vice President	General Counsel

Signatures

D. Matthew
Dorny 03/02/2005

 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) Represents number of shares beneficially owned as of February 28, 2005.
- (2) Updated to reflect shares acquired under the Company's Employee Stock Purchase Plan which are exempt from filing.
- (3) Previously reported.
- (4) Becomes exercisable in four equal annual installments beginning one year from the date of grant.
- (5) Currently exercisable in full.
- (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.

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