

NATURES SUNSHINE PRODUCTS INC
 Form 5
 February 18, 2014

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 HUGHES EUGENE L

2. Issuer Name and Ticker or Trading Symbol
 NATURES SUNSHINE PRODUCTS INC [NATR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

2500 W. EXECUTIVE PARKWAY,
 SUITE 100

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LEHI, UT 84043

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) Amount	or (D)	Price			
Common Stock	03/29/2013	Â	G	26,030	D	\$ 0	35,300	D	Â
Common Stock	03/29/2013	Â	G	26,030	A	\$ 0	894,335	I	Trusts
Common Shares	03/29/2013	Â	G	26,261 (1)	D	\$ 0	9,039	D	Â
Common	03/29/2013	Â	G	9,039	D	\$ 0	0	D	Â

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Shares				(2)					
Common Shares	03/29/2013	Â	G	26,200 (1)	D	\$ 0	868,135	I	Trusts
Common Shares	03/29/2013	Â	G	3,480 (2)	D	\$ 0	864,655	I	Trusts
Common Shares	12/31/2013	Â	S	7,720	D	\$ 0	79,352	I	401(k) (3) (4)
Common Shares	Â	Â	Â	Â	Â	Â	16,335	I	Spouse (5)

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)

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. Price of Derivative Security (Instr. 5)	9. of
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES EUGENE L 2500 W. EXECUTIVE PARKWAY, SUITE 100 LEHI, UT 84043	Â X	Â	Â	Â
HUGHES KRISTINE F 2500 W. EXECUTIVE PARKWAY, SUITE 100 LEHI, UT 84043	Â	Â X	Â	Â

Signatures

/s/ Steve Bunker as Attorney-In-Fact for Eugene L. Hughes

02/14/2014

**Signature of Reporting Person

Date

/s/ Steve Bunker as Attorney-In-Fact for Kristine F.
Hughes

02/14/2014

__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) Gift to trust outside of reporting persons' control.
- (2) Gift to several trusts, each outside of reporting persons' control.
- (3) The transactions reported on this Form 5 were made by the 401(k) plan custodian in order to satisfy federal income minimum distribution rules which require that a person who has attained age 70 1/2 or older receive a minimum distribution from the 401(k) plan each year.
- (4) Represents shares allocated to Mr. Hughes' 401(k) plan account, which is indirectly beneficially owned by Eugene L. Hughes and his spouse, Kristine F. Hughes.
- (5) Represents shares which are directly owned by Kristine F. Hughes and indirectly beneficially owned by Mrs. Hughes' spouse, Eugene L. Hughes.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.