

NATURES SUNSHINE PRODUCTS INC

Form 4

September 12, 2013

**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 \*  
Bunker Stephen M

(Last) (First) (Middle)

C/O NATURE'S SUNSHINE  
PRODUCTS, INC., 2500 W.  
EXECUTIVE PARKWAY, SUITE  
100

(Street)

LEHI, UT 84043

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/10/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
EVP, CFO, Treasurer

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 09/10/2013 <sup>(1)</sup>               |                                                             | P <sup>(1)</sup>                     | 0 <sup>(1)</sup>                                                    | A <sup>(1)</sup>                                                                                                   | 18 <sup>(1)</sup>                                                    | D                                       |
| Common<br>Stock                       | 09/10/2013                              |                                                             | M                                    | 10,851                                                              | A                                                                                                                  | \$ 3.85 10,869                                                       | D                                       |
| Common<br>Stock                       | 09/10/2013                              |                                                             | S                                    | 5,000                                                               | D                                                                                                                  | \$ 18.55 5,869                                                       | D                                       |
| Common<br>Stock                       | 09/10/2013                              |                                                             | S                                    | 5,000                                                               | D                                                                                                                  | \$ 18.6 869                                                          | D                                       |

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|              |            |   |       |   |          |       |   |
|--------------|------------|---|-------|---|----------|-------|---|
| Common Stock | 09/10/2013 | S | 851   | D | \$ 18.65 | 18    | D |
| Common Stock | 09/11/2013 | M | 4,149 | A | \$ 3.85  | 4,167 | D |
| Common Stock | 09/11/2013 | S | 4,149 | D | \$ 18.65 | 18    | D |

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

**Persons who 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.**

SEC 1474  
(9-02)

**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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (Right to Buy)       | \$ 3.85 <sup>(2)</sup>                                 | 09/10/2013                           |                                                    | M                              | 10,851                                                                                  | <sup>(3)</sup> 11/06/2019                                | Common Stock 10,851                                           |
| Employee Stock Option (Right to Buy)       | \$ 3.85 <sup>(2)</sup>                                 | 09/11/2013                           |                                                    | M                              | 4,149                                                                                   | <sup>(3)</sup> 11/06/2019                                | Common Stock 4,149                                            |

## Reporting Owners

| Reporting Owner Name / Address                                                                                     | Relationships                    |
|--------------------------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                                    | Director 10% Owner Officer Other |
| Bunker Stephen M<br>C/O NATURE'S SUNSHINE PRODUCTS, INC.<br>2500 W. EXECUTIVE PARKWAY, SUITE 100<br>LEHI, UT 84043 | EVP, CFO, Treasurer              |

## Signatures

/s/ Stephen M.  
Bunker

09/12/2013

\_\_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).

The reporting person reported ownership of 17 shares on his Form 3 filed on March 28, 2006. As a result of participation in a dividend reinvestment plan, the reporting person has acquired one additional share. The reporting person no longer participates in the dividend reinvestment plan.

On August 8, 2013, the Nature's Sunshine Products, Inc (the "Issuer") declared a one-time cash dividend of \$1.50 per share to shareholders of record as of August 19, 2013, to be paid on August 29, 2013. As a result, pursuant to anti-dilution provisions of the Issuer's stock incentive plans, the exercise price of all outstanding options were reduced by \$1.50.

The option grant was approved by the Issuer's board of directors on September 24, 2009, subject to shareholder approval of the stock option plan under which the option was granted. The Issuer's shareholders approved the plan on November 6, 2009. The option vested on September 1, 2012.

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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