

CONLEE ROBERT S
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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CONLEE ROBERT S

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 ____ Other (specify
below) below)
President, North Asia & Japan

PROVO, UT 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)
Class A Common Stock				(A) or (D)	198 ⁽¹⁾	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)**

Edgar Filing: CONLEE ROBERT S - Form 4

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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy) ⁽²⁾	\$ 6.56							08/31/2001 ⁽³⁾	08/31/2010	Class A Common Stock	6,2
Employee Stock Option (right to buy) ⁽²⁾	\$ 8.2							02/28/2002 ⁽³⁾	02/28/2011	Class A Common Stock	3,1
Employee Stock Option (right to buy) ⁽²⁾	\$ 12.45							04/19/2003 ⁽⁴⁾	08/31/2011	Class A Common Stock	6,2
Employee Stock Option (right to buy) ⁽²⁾	\$ 12.45							04/19/2003 ⁽³⁾	04/19/2012	Class A Common Stock	6,2
Employee Stock Option (right to buy) ⁽²⁾	\$ 12							09/03/2003 ⁽³⁾	09/03/2012	Class A Common Stock	9,3
Employee Stock Option (right to buy) ⁽²⁾	\$ 9.04							03/10/2004 ⁽³⁾	03/10/2013	Class A Common Stock	9,3
Employee Stock Option (right to buy) ⁽²⁾	\$ 10.52							07/24/2004 ⁽³⁾	07/24/2013	Class A Common Stock	75,0
Employee Stock	\$ 17.04							07/24/2004 ⁽³⁾	11/26/2013	Class A Common	100,

Option (right to buy) <u>(2)</u>								Stock	
Employee Stock Option (right to buy) <u>(2)</u>	\$ 19.15				02/27/2005 ⁽³⁾	02/27/2014		Class A Common Stock	17,500
Employee Stock Option (right to buy) <u>(2)</u>	\$ 26.13				09/01/2005 ⁽³⁾	09/01/2014		Class A Common Stock	17,500
Employee Stock Option (right to buy)	\$ 22.33	02/28/2005	A	17,500	02/28/2006 ⁽³⁾	02/28/2015		Class A Common Stock	17,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONLEE ROBERT S C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601			President, North Asia & Japan	

Signatures

D. Matthew Dorny as Attorney-in-Fact for Robert S. Conlee 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) Previously Reported
- (3) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (4) 75% is currently exercisable, and 25% becomes exercisable on 08/31/2005. Issued as part of an Option Exchange Offer.
- (5) 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.