

NATURES SUNSHINE PRODUCTS INC
 Form 4
 September 12, 2013

FORM 4 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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Bunker Stephen M

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, CFO, Treasurer

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

(Street)

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

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

LEHI, UT 84043

(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)	
			Code	V	Amount	Price		
Common Stock	09/10/2013 ⁽¹⁾		P ⁽¹⁾		0 ⁽¹⁾	\$ ⁽¹⁾	18 ⁽¹⁾	D
Common Stock	09/10/2013		M		10,851	\$ 3.85	10,869	D
Common Stock	09/10/2013		S		5,000	\$ 18.55	5,869	D
Common Stock	09/10/2013		S		5,000	\$ 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.

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(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 ⁽²⁾	09/10/2013		M	10,851	⁽³⁾	11/06/2019	Common Stock	10,851
Employee Stock Option (Right to Buy)	\$ 3.85 ⁽²⁾	09/11/2013		M	4,149	⁽³⁾	11/06/2019	Common Stock	4,149

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bunker Stephen M C/O NATURE'S SUNSHINE PRODUCTS, INC. 2500 W. EXECUTIVE PARKWAY, SUITE 100 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).

(1) 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.

(2) 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.

(3) 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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