

NAPIERSKI RYAN S

Form 4

February 26, 2019

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 *
NAPIERSKI RYAN 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)
02/22/2019

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

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)
			Code	V	Amount (A) or (D)	Price	
Class A Common Stock	02/22/2019		A		1,934 (1)	\$ 0	75,090 D
Class A Common Stock	02/22/2019		F		568	\$ 64.08	74,522 D

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

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(9-02)

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number.

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)	\$ 30.63	02/22/2019		A		11,446 ⁽²⁾		02/22/2019	03/02/2023	Class A Common Stock	11,446
Employee Stock Option (Right to Buy)	\$ 50.68	02/22/2019		A		17,747 ⁽³⁾		02/22/2019	03/04/2024	Class A Common Stock	17,747
Employee Stock Option (Right to Buy)	\$ 71.99	02/22/2019		A		18,919 ⁽⁴⁾		03/08/2019	03/08/2025	Class A Common Stock	18,919

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAPIERSKI RYAN S C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601			President	

Signatures

/s/ Gregory Belliston as Attorney-in-Fact for Ryan S. Napierski 02/26/2019

__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).

On March 2, 2016, the reporting person was granted restricted stock units, the vesting of which was contingent on Nu Skin Enterprises,

- (1) Inc.'s satisfaction of certain performance criteria. On February 22, 2019, the performance criteria were met, resulting in the vesting of the amount shown above.

On March 2, 2016, the reporting person was granted stock options to purchase shares of Class A Common Stock, the vesting of which

- (2) was contingent on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On February 22, 2019, the performance criteria were met, resulting in the vesting of the amount shown above.

On March 4, 2017, the reporting person was granted stock options to purchase shares of Class A Common Stock, the vesting of which

- (3) was contingent on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On February 22, 2019, the performance criteria were met, resulting in the amount shown above becoming eligible for vesting.

On March 8, 2018, the reporting person was granted stock options to purchase shares of Class A Common Stock, the vesting of which

- (4) was contingent on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On February 22, 2019, the performance criteria were met, resulting in the amount shown above becoming eligible for vesting.

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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