

WOOD RITCH N
Form 4
March 02, 2005

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 *
WOOD RITCH N

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)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

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

C/O NU SKIN ENTERPRISES,
INC., 75 WEST CENTER STREET

(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

PROVO 84601

(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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		
Class A Common Stock					0 (1)	D	

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)

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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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy) ⁽²⁾	\$ 6.56					08/31/2001 ⁽³⁾	08/31/2010	Class A Common Stock	1,25
Employee Stock Option (right to buy) ⁽²⁾	\$ 8.2					02/28/2002 ⁽³⁾	02/28/2011	Class A Common Stock	62
Employee Stock Option (right to buy) ⁽²⁾	\$ 6.85					08/31/2002 ⁽³⁾	08/31/2011	Class A Common Stock	2,00
Employee Stock Option (right to buy) ⁽²⁾	\$ 8.99					03/01/2003 ⁽³⁾	03/01/2012	Class A Common Stock	2,25
Employee Stock Option (right to buy) ⁽²⁾	\$ 12					09/03/2003 ⁽³⁾	09/03/2012	Class A Common Stock	5,62
Employee Stock Option (right to buy) ⁽²⁾	\$ 9.04					03/10/2004 ⁽³⁾	03/10/2013	Class A Common Stock	13,1
Employee Stock Option (right to buy) ⁽²⁾	\$ 10.31					05/20/2004 ⁽³⁾	05/20/2013	Class A Common Stock	37,5
	\$ 11.5					09/02/2004 ⁽³⁾	09/02/2013		17,5

Employee Stock Option (right to buy) ⁽²⁾								Class A Common Stock	
Employee Stock Option (right to buy) ⁽²⁾	\$ 19.15					02/27/2005 ⁽³⁾	02/27/2014	Class A Common Stock	17,5
Employee Stock Option (right to buy) ⁽²⁾	\$ 26.13					09/01/2005 ⁽³⁾	09/01/2014	Class A Common Stock	17,5
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	17,5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOOD RITCH N C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO 84601			Chief Financial Officer	

Signatures

D. Matthew Dorny, as Attorney-in-Fact for Ritch N. Wood

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 one year from the date of grant.
- (4) 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.