Schwerdt Scott E Form 4 February 09, 2011

# 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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Schwerdt Scott E

Symbol

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

NU SKIN ENTERPRISES INC

[NUS]

(Check all applicable)

President, Americas & Europe

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

(First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 02/07/2011

Director 10% Owner X\_ Officer (give title Other (specify below)

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

(Street)

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

PROVO, UT 84601

Security

(Instr. 3)

(Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactiorDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

#### Edgar Filing: Schwerdt Scott E - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Y Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(ear)	(Instr. 3 and	4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 16.5	02/07/2011		A	60,000	02/07/2011	12/20/2014	Class A Common Stock	60,000
Employee Stock Option (right to buy)	\$ 28.09	02/07/2011		A	3,750	(2)	03/02/2017	Class A Common Stock	3,750

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Schwerdt Scott E C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601

President, Americas & Europe

### **Signatures**

Clayton A. Jones as Attorney-in-Fact for Scott E. Schwerdt

02/09/2011

\*\*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 December 20, 2007, the reporting person was granted an option to purchase 120,000 shares of Class A Common Stock. The option vests in two equal tranches based on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On February 17, 2010, the performance criteria for the first tranche were met, resulting in vesting of the option as to 60,000 shares. On February 7, 2011, the performance criteria for the second tranche were met, resulting in vesting of the option as to 60,000 shares.
- (2) Options become exercisable as to 50% on March 2, 2011, and 50% on March 2, 2012.
- On March 2, 2010, the reporting person was granted an option to purchase 3,750 shares of Class A Common Stock. The option becomes eligible for vesting based on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On February 7, 2011, the performance criteria were met, resulting in 3,750 shares 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. 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.

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