

NU SKIN ENTERPRISES INC
 Form 4/A
 May 28, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 Schwerdt Scott E

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)
 05/22/2007

____ Director _____ 10% Owner
 Officer (give title below) Other (specify below)
 President / Americas & Europe

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

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
 05/24/2007

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

PROVO, UT 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) | | | | |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|----------|----------------------|---|--|
| | | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock ⁽¹⁾ | 05/22/2007 | | M | | 6,600 | A | | \$ 12.94 | 14,099 | D | |
| Class A Common Stock | 05/22/2007 | | S | | 6,600 | D | | \$ 18 | 7,499 ⁽²⁾ | D | |

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

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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) | Amount or Number of Shares | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 20.8 | | | | | <u>(3)</u> | 07/13/2009 | Class A Common Stock | 75,000 |
| Employee Stock Option (right to buy) ⁽¹⁾ | \$ 12.94 | 05/22/2007 | | M | 6,600 | <u>(3)</u> | 08/31/2009 | Class A Common Stock | 6,600 |
| Employee Stock Option (right to buy) | \$ 8.19 | | | | | <u>(3)</u> | 02/07/2010 | Class A Common Stock | 40,000 |
| Employee Stock Option (right to buy) | \$ 6.56 | | | | | <u>(3)</u> | 08/31/2010 | Class A Common Stock | 7,500 |
| Employee Stock Option (right to buy) | \$ 6.56 | | | | | <u>(3)</u> | 08/31/2010 | Class A Common Stock | 5,000 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 8.2 | | | | | <u>(3)</u> | 02/28/2011 | Class A Common Stock | 10,000 |
| | \$ 6.85 | | | | | <u>(3)</u> | 08/31/2011 | | 10,000 |

| | | | | | | |
|---|----------|----------------|---------------------------|------------|----------------------|--------|
| Employee Stock Option (right to buy) ⁽⁴⁾ | | | | | Class A Common Stock | |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 8.99 | ⁽³⁾ | 03/01/2012 | | Class A Common Stock | 7,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 12 | ⁽³⁾ | 09/03/2012 | | Class A Common Stock | 7,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 9.04 | ⁽³⁾ | 03/10/2013 | | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 11.5 | ⁽³⁾ | 09/02/2013 | | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 19.15 | ⁽³⁾ | 02/27/2005 | | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 26.13 | | 09/01/2005 ⁽⁵⁾ | 09/01/2014 | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 22.33 | | 02/28/2006 ⁽⁵⁾ | 02/28/2015 | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 21.34 | | 08/31/2006 ⁽⁵⁾ | 08/31/2015 | Class A Common Stock | 12,500 |
| | \$ 17.58 | | 05/26/2007 ⁽⁵⁾ | 05/26/2013 | | 12,250 |

| | | | | | | |
|---|--|---------------------------|------------|--|----------------------------|-------|
| Employee Stock Option (right to buy) <u>(4)</u> | | | | | Class A Common Stock | |
| Employee Stock Option \$ 17.25 (right to buy) <u>(4)</u> | | 09/01/2007 ⁽⁵⁾ | 09/01/2013 | | Class A Common Stock | 12,25 |
| Employee Stock Option \$ 17.75 (right to buy) <u>(4)</u> | | 02/26/2008 ⁽⁵⁾ | 02/26/2014 | | Class A Common Stock | 12,25 |
| Employee Stock Option \$ 16.5 (right to buy) <u>(4)</u> | | 09/04/2008 ⁽⁵⁾ | 09/04/2014 | | Class A Common Stock | 12,25 |
| Employee Stock Option \$ 16.89 (right to buy) <u>(4)</u> | | 02/28/2009 ⁽⁵⁾ | 02/28/2015 | | Class A Common Stock | 12,25 |

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

| | |
|---|------------|
| D. Matthew Dorny as Attorney-in-Fact for Scott E. Schwerdt | 05/28/2008 |
| <u> </u> 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) This amendment is being filed to correctly identify the options exercised on May 22, 2007.
- (2) Represents number of shares beneficially owned as of February 28, 2008.

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- (3) Currently exercisable in full.
- (4) Previously reported.
- (5) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (6) 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.

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