NU SKIN ENTERPRISES INC

Form 4 April 18, 2006

FORM 4

OMB APPROVAL

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

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES**

3235-0287 Number: January 31, Expires: 2005

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Section 16. Form 4 or 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).

(Print or Type Responses)

CHANG JOSEPH Y			Symbol NU SKIN ENTERPRISES INC [NUS]	Issuer (C	Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director	10% Owner give title Other (specify		
C/O NU SKIN ENTERPRISES,			(Month/Day/Year) 04/17/2006	below)	below) ief Scientific Officer		

2. Issuer Name and Ticker or Trading

INC., 75 WEST CENTER STREET

(State)

(Zip)

1. Name and Address of Reporting Person *

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

PROVO 84601

(City)

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecuritie	es Acq	uired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securition(A) or Dis	•		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5))	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(A)		Reported		
					or		Transaction(s)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Class A Common	04/17/2006		A	58,928 (1)	A	<u>(2)</u>	61,059 (3)	D	
Stock				(1)					

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)

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year e			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) (4)	\$ 6.84					<u>(5)</u>	04/01/2007	Class A Common Stock	6,581	
Employee Stock Option (right to buy) (4)	\$ 8					<u>(5)</u>	04/11/2010	Class A Common Stock	14,000	
Employee Stock Option (right to buy) (4)	\$ 8					<u>(5)</u>	04/11/2010	Class A Common Stock	20,000	
Employee Stock Option (right to buy) (4)	\$ 6.56					<u>(5)</u>	08/31/2010	Class A Common Stock	6,000	
Employee Stock Option (right to buy) (4)	\$ 8.2					02/28/2002(6)	02/28/2011	Class A Common Stock	6,250	
Employee Stock Option (right to buy) (4) (7)	\$ 12.45					04/19/2003(6)	04/19/2012	Class A Common Stock	12,500	
Employee Stock Option (right to	\$ 12.45					<u>(5)</u>	08/31/2011	Class A Common Stock	12,500	

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buy) (4) (7)					
Employee Stock Option (right to buy) (4) (7)	\$ 12.45	04/19/2003(5)	08/31/2009	Class A Common Stock	25,000
Employee Stock Option (right to buy) (4)	\$ 12	09/03/2003 <u>(6)</u>	09/03/2012	Class A Common Stock	12,500
Employee Stock Option (right to buy) (4)	\$ 9.04	03/10/2004(6)	03/10/2013	Class A Common Stock	12,500
Employee Stock Option (right to buy) (4)	\$ 11.5	09/02/2004 <u>(6)</u>	09/02/2013	Class A Common Stock	17,500
Employee Stock Option (right to buy) (4)	\$ 19.15	02/27/2005 <u>(6)</u>	02/27/2014	Class A Common Stock	17,500
Employee Stock Option (right to buy) (4)	\$ 26.13	09/01/2005 <u>(6)</u>	09/01/2014	Class A Common Stock	17,500
Employee Stock Option (right to buy) (4)	\$ 22.33	02/28/2006 <u>(6)</u>	02/28/2015	Class A Common Stock	17,500
Employee Stock Option (right to buy) (4)	\$ 21.34	08/31/2006 <u>(6)</u>	08/31/2015	Class A Common Stock	17,500

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 3

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Director 10% Owner Officer Other

CHANG JOSEPH Y C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO 84601

Chief Scientific Officer

Signatures

D. Matthew Dorny as Attorney-in-Fact for Joseph Y. Chang

04/18/2006

**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) Contingent stock award which will vest and be issued in four equal annual installments beginning on November 1, 2006 and on November 1st in each year thereafter until fully vested.
- (2) Price not applicable.
- (3) Represents number of shares beneficially owned as of April 17, 2006.
- (4) Previously reported.
- (5) Currently exercisable in full.
- (6) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (7) Issued as part of an Option Exchange Offer.

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.

Signatures 4