

NU SKIN ENTERPRISES INC
 Form 4
 February 28, 2008

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 *
DORNY D MATTHEW

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)

___ Director ___ 10% Owner
 Officer (give title below) Other (specify below)
 Vice President / General Counsel

**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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | | Code V | Amount | (A) or (D) | Price | |
| Class A Common Stock | 02/26/2008 | | F | 268 | D | \$ 16.47 | 7,217 ⁽¹⁾ | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 6.56 | | | | | <u>(3)</u> 08/31/2010 | Class A Common Stock | 1,250 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 8.2 | | | | | <u>(3)</u> 02/28/2011 | Class A Common Stock | 2,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 12.45 | | | | | <u>(3)</u> 08/31/2009 | Class A Common Stock | 5,000 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 12.45 | | | | | <u>(3)</u> 08/31/2011 | Class A Common Stock | 2,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 12.45 | | | | | <u>(3)</u> 04/19/2012 | Class A Common Stock | 2,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 12.45 | | | | | <u>(3)</u> 05/26/2008 | Class A Common Stock | 4,000 |
| Employee Stock Option (right to | \$ 12.45 | | | | | <u>(3)</u> 08/21/2008 | Class A Common Stock | 1,000 |

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| | | | | | | |
|---|----------|----------------|---------------------------|----------------------------|----------------------------|--------|
| buy) ⁽²⁾ | | | | | | |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 12 | ⁽³⁾ | 09/03/2012 | Class A Common Stock | 3,500 | |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 9.04 | ⁽³⁾ | 03/10/2013 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 11.5 | ⁽³⁾ | 09/02/2013 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 19.15 | ⁽³⁾ | 02/27/2014 | Class A Common Stock | 12,500 | |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 26.13 | | 09/01/2005 ⁽⁴⁾ | 09/01/2014 | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 22.33 | | 02/28/2006 ⁽⁴⁾ | 02/28/2015 | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 21.34 | | 08/31/2006 ⁽⁴⁾ | 08/31/2015 | Class A Common Stock | 12,500 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 17.58 | | 05/26/2007 ⁽⁴⁾ | 05/26/2013 | Class A Common Stock | 5,000 |
| Employee Stock Option (right to buy) ⁽²⁾ | \$ 17.25 | | 09/01/2007 ⁽⁴⁾ | 09/01/2013 | Class A Common Stock | 5,000 |

| | | | | | |
|----------------------------------|----------|---------------------------|------------|----------------------------|-------|
| Employee Stock Option | \$ 17.75 | 02/26/2008 ⁽⁴⁾ | 02/26/2008 | Class A Common Stock | 5,000 |
| (right to buy) ⁽²⁾ | | | | | |
| Employee Stock Option | \$ 16.5 | 09/04/2008 ⁽⁴⁾ | 09/04/2014 | Class A Common Stock | 5,000 |
| (right to buy) ⁽²⁾ | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-----------------|
| | Director | 10% Owner | Officer | Other |
| DORNY D MATTHEW C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO 84601 | | | Vice President | General Counsel |

Signatures

D. Matthew
Dorny

02/28/2008

^{**}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 26, 2008.
- (2) Previously reported.
- (3) Currently exercisable in full.
- (4) Becomes exercisable in four equal annual installments beginning one year from the date of grant.

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.