

NU SKIN ENTERPRISES INC

Form 4

May 31, 2006

**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  
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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MACFARLANE LARRY V

(Last) (First) (Middle)

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

(Street)

PROVO, UT 84601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
NU SKIN ENTERPRISES INC  
[NUS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/26/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
President, Big Planet

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

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	05/26/2006		A		1,500	A	<u>1</u> 3,154 <u>(2)</u> <u>(3)</u>

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  
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) <u>(4)</u>	\$ 11.37							09/10/2003 <u>(5)</u>	09/10/2013	Class A Common Stock	15,000
Employee Stock Option (right to buy) <u>(4)</u>	\$ 11.37							09/10/2004 <u>(6)</u>	09/10/2013	Class A Common Stock	25,000
Employee Stock Option (right to buy) <u>(4)</u>	\$ 19.15							02/27/2005 <u>(6)</u>	02/27/2014	Class A Common Stock	12,500
Employee Stock Option (right to buy) <u>(4)</u>	\$ 26.13							09/01/2005 <u>(6)</u>	09/01/2014	Class A Common Stock	12,500
Employee Stock Option (right to buy) <u>(4)</u>	\$ 22.33							02/28/2006 <u>(6)</u>	02/28/2015	Class A Common Stock	12,500
Employee Stock Option (right to buy) <u>(4)</u>	\$ 21.34							08/31/2006 <u>(6)</u>	08/31/2015	Class A Common Stock	12,500
Employee Stock Option (right to buy)	\$ 17.58	05/26/2006		A	5,000			05/26/2007 <u>(6)</u>	05/26/2013	Class A Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACFARLANE LARRY V C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO, UT 84601			President, Big Planet	

## Signatures

D. Matthew Dorny as Attorney-in-Fact for Larry V. Macfarlane

05/31/2006

\_\_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) Price not applicable.
- (2) Updated to reflect shares acquired under the Company's Employee Stock Purchase Plan which are exempt from filing.
- (3) Represents number of shares beneficially owned as of May 26, 2006.
- (4) Previously reported.
- (5) Immediately exercisable.
- (6) Becomes exercisable in four equal annual installments beginning on the date indicated.

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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