

BOURGOYNE JEFFREY P

Form 4/A

December 02, 2005

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOURGOYNE JEFFREY P

(Last) (First) (Middle)

600 S. ROYAL LANE, SUITE 200

(Street)

COPPELL, TX 75019

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
MANNATECH INC [MTX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/17/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
11/22/2005

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Sr. VP Supply Chain/Assoc Care

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common stock, par value \$0.0001 per share	11/17/2005 <sup>(1)</sup>	<sup>(1)</sup>	J <sup>(1)</sup>	5,000	D (1) \$ 0 <sup>(1)</sup> 61,130 <sup>(1)</sup>	D	
Common stock, par value \$0.0001 per share	11/18/2005 <sup>(1)</sup>	<sup>(1)</sup>	J <sup>(1)</sup>	10,833	D (1) \$ 0 <sup>(1)</sup> 61,130 <sup>(1)</sup>	D	
Common stock, par	11/21/2005 <sup>(1)</sup>	<sup>(1)</sup>	J <sup>(1)</sup>	17,500	D (1) \$ 0 <sup>(1)</sup> 61,130 <sup>(1)</sup>	D	

value  
\$0.0001  
per share

Common  
stock, par  
value  
\$0.0001  
per share

Common  
stock, par  
value  
\$0.0001  
per share

12/01/2005 <sup>(1)</sup>	12/01/2005	S <sup>(1)</sup>	15,000	D (1)	\$ 12.95	27,797 <sup>(1)</sup>	D
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12/01/2005 <sup>(1)</sup>	12/01/2005	S <sup>(1)</sup>	18,333	D (1)	\$ 12.77	27,797 <sup>(1)</sup>	D
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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)

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BOURGOYNE JEFFREY P 600 S. ROYAL LANE, SUITE 200 COPPELL, TX 75019	Sr. VP Supply Chain/Assoc Care

## Signatures

/s/ Jeffrey P.  
Bourgoyne

12/02/2005

\_\_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).

The original Form 4 for Mr. Bourgoyne was filed on 11/22/05 to report 3 sales of his Mannatech stock totaling 33,333 shares that did not  
(1) in fact occur due to broker processing complications The broker reinitiated the sale of such 33,333 shares, which was consummated on  
12/1/2005.

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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