

DORNY D MATTHEW
 Form 4
 March 06, 2018

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

(Last) (First) (Middle)
**C/O NU SKIN ENTERPRISES,
 INC., 75 WEST CENTER STREET**
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
03/02/2018

PROVO, UT 84601

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

(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)
				(A) or (D)	Price		
Class A Common Stock	03/04/2018		F	331 ⁽¹⁾	D \$ 72.35	44,399	D
Class A Common Stock	03/05/2018		M	3,000	A \$ 39.35	47,399	D
Class A Common Stock	03/05/2018		S	3,000 ⁽²⁾	D \$ 72.69 ⁽³⁾	44,399	D

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

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) Shares withheld to cover tax withholding obligations related to the vesting of previously granted restricted stock units.
- (2) Sale pursuant to a 10b5-1 plan adopted by the Reporting Person.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.32

- (3) to \$73.02, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

On March 2, 2016, the reporting person was granted stock options to purchase shares of Class A Common Stock, the vesting of which

- (4) was contingent on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On March 2, 2018, the performance criteria were met, resulting in the vesting of the amount shown above.

On March 4, 2017, the reporting person was granted stock options to purchase shares of Class A Common Stock, the vesting of which

- (5) was contingent on Nu Skin Enterprises, Inc.'s satisfaction of certain performance criteria. On March 2, 2018, the performance criteria were met, resulting in the amount shown above becoming eligible for vesting.

- (6) Currently exercisable in full.

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.