

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)

(Last) (First) (Middle)

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

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
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, UT 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Class A Common Stock            | 03/04/2018                           |  | F                              | 331 <sup>(1)</sup>  | 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 <sup>(2)</sup>  | D \$ 72.69 <sup>(3)</sup>   | 44,399   | D                                 |

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

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(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 Security (Instr. 3 and 4) |                      |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                | Amount or Number of Shares |
| Employee Stock Option (Right to Buy)       | \$ 30.63   | 03/02/2018                           |  | A                              | 16,138 <sup>(4)</sup>   | 03/02/2018   | 03/02/2023  | Class A Common Stock | 16,138                     |
| Employee Stock Option (Right to Buy)       | \$ 50.68   | 03/02/2018                           |  | A                              | 8,339 <sup>(5)</sup>  | 03/04/2018   | 03/04/2024  | Class A Common Stock | 8,339                      |
| Employee Stock Option (Right to Buy)       | \$ 39.35   | 03/05/2018                           |  | M                              | 3,000   | <sup>(6)</sup>   | 08/15/2018  | Class A Common Stock | 3,000                      |

## 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, UT 84601

General Counsel

## Signatures

/s/ Gregory Belliston as Attorney-in-Fact for D. Matthew Dorny

03/06/2018

\_\_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) 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 to \$73.02, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the

(3) 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 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.

(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 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.

(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.

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