

MACFARLANE LARRY V

Form 4

March 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

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(Print or Type Responses)

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

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)

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
President, Big Planet division

PROVO, UT 84601

(City) (State) (Zip)

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

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)
Class A Common Stock			Code	V Amount (D) Price	212 (1) (2)	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
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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽³⁾	\$ 11.37					09/10/2003 ⁽⁴⁾ 09/10/2013	Class A Common Stock	15,000
Employee Stock Option (right to buy) ⁽³⁾	\$ 11.37					09/10/2004 ⁽⁵⁾ 09/10/2013	Class A Common Stock	25,000
Employee Stock Option (right to buy) ⁽³⁾	\$ 19.15					02/27/2005 ⁽⁵⁾ 02/27/2014	Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽³⁾	\$ 26.13					09/01/2005 ⁽⁵⁾ 09/01/2014	Class A Common Stock	12,500
Employee Stock Option (right to buy)	\$ 22.33	02/28/2005		A	12,500	02/28/2006 ⁽⁵⁾ 02/28/2015	Class A Common Stock	12,500

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 division

Signatures

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

03/02/2005

__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).
- (1) Represents number of shares beneficially owned as of February 28, 2005.
- (2) Updated to reflect shares acquired under the Company's Employee Stock Purchase Plan which are exempt from filing.
- (3) Previously reported.
- (4) Immediately exercisable.
- (5) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (6) Price not applicable.

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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