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**United States
Securities and Exchange Commission**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **April 19, 2005**

Nature's Sunshine Products, Inc.

(Exact name of registrant as specified in its charter)

Utah
(State or other jurisdiction
of incorporation)

0-8707
(Commission
File Number)

87-0327982
(IRS Employer
Identification Number)

**75 East 1700 South
Provo, Utah 84606**
(Address of principal executive offices) (Zip Code)

(801) 342-4300
(Registrant's telephone number, including area code)

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 to Form 8-K):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 24.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 40.13e-4(c))

Item 2.02 Results of Operations and Financial Condition.

On April 19, 2005, Nature's Sunshine Products, Inc. issued a press release regarding its financial results for its fiscal quarter ended March 31, 2005 and conducted a conference call to discuss such financial results. A copy of the press release is attached as Exhibit 99.1.

The information contained in this Item 2.02 and the exhibit hereto are being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, and shall not be deemed incorporated by reference in any filing with the Securities and Exchange Commission under the Securities Exchange Act of 1934 or the Securities Act of 1933, whether made before or after the date hereof and irrespective of any general incorporation language in any filings.

Item 9.01 Financial Statements and Exhibits.

(c) The following exhibit is being furnished herewith:

99.1 Press release issued by Nature's Sunshine Products, Inc. dated April 19, 2005.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

April 19, 2005

NATURE'S SUNSHINE PRODUCTS, INC.

By: /s/ CRAIG D. HUFF

Name: Craig D. Huff
Title: Chief Financial Officer and Secretary

EXHIBIT INDEX

Number

Exhibit

99.1 Text of press release issued by Nature's Sunshine Products, Inc. dated April 19, 2005.

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FOR IMMEDIATE RELEASE

NATURE'S SUNSHINE PRODUCTS REPORTS
STRONG GAINS IN FIRST QUARTER OPERATING RESULTS

PROVO, UTAH, April 19, 2005—Nature's Sunshine Products, Inc. (NASDAQ:NATR), a leading manufacturer and marketer of encapsulated herbs and vitamins, today reported strong gains in operating results for the first quarter ended March 31, 2005.

For the three months ended March 31, 2005, sales revenues increased 11.2 percent, to \$86.4 million, compared with \$77.7 million in the same period of the prior year. Operating income increased 54.0 percent to \$5.6 million, from \$3.6 million, and net income increased 32.8 percent, to approximately \$4.0 million, compared with approximately \$3.0 million last year. Diluted net income per share increased to \$0.26, from \$0.20 in the same period of the prior year, an increase of 30.0 percent.

"We are pleased to report the results for another improved quarterly performance," said Douglas Faggioli, President and CEO. "Our United States and International businesses continued to show momentum in sales and significant growth in income. Synergy also posted a 31 percent increase in sales revenue compared to last year. In the U.S. we continue to focus on the marketing program, Habit-of-Health, which is supported by the Untold Truth training program. Consistent with our expectations for the first quarter, SG&A was essentially flat, as a percentage of sales, with last year and we expect SG&A, as a percentage of sales, to decline during 2005."

For the quarter, cost of goods sold as a percentage of sales revenue declined to 17.0 percent, from 19.8 percent in the same period of the prior year, and total expenses, which include volume incentives, fell to 93.6 percent, from 95.4 percent. As a percentage of net sales revenue, operating income totaled 6.4 percent, compared with 4.6 percent in the same period of the prior year.

Finances remained strong. Working capital on March 31, 2005, amounted to \$46.8 million, while cash and cash equivalents increased \$4.0 million to \$40.2 million from the 2004 year-end.

First quarter sales revenue in the U.S. increased 2.2 percent, to \$37.6 million, from \$36.8 million. International first quarter sales revenues increased 12.1 percent, to \$28.6 million. By markets, especially strong sales growth was recorded in Canada, Colombia, Japan, The Russian Federation and the United Kingdom. Reflecting the new "on the ground" distribution system in Japan, net sales revenue decreased in the first quarter of 2005 as compared to the fourth quarter of 2004 at Synergy Worldwide, but sales revenue increased to \$20.2 million in the first quarter of 2005, from \$15.4 million in the first quarter of 2004, a 31.4 percent gain. The adjustment to the new distribution system at Synergy Worldwide is complete and net sales revenue showed an increase in March as compared to February.

The Company had approximately 637,000 Distributors worldwide on March 31, 2005, compared to 582,000 in the same period of the prior year and 665,000 at the 2004 year-end. The number of Managers worldwide on the same dates was approximately 20,650, 17,800, and 18,350, respectively.

About Nature's Sunshine

Nature's Sunshine Products manufactures and markets through direct sales encapsulated and tableted herbal products, high quality natural vitamins, and other complementary products. In addition to the United States, the Company has operations in Japan, Mexico, Central America, South Korea, Canada, Dominican Republic, Venezuela, Ecuador, Peru, the United Kingdom and Ireland, Colombia, Brazil, Thailand, Israel, Singapore and Taiwan. The Company also has exclusive distribution agreements with selected companies in Argentina, Australia, Chile, New Zealand, Norway, and the Russian Federation.

Statements in this press release concerning the Company's business outlook or future economic performance, anticipated profitability, revenues, expenses or other financial items, and product line growth, together with other statements that are not historical facts, are "forward-looking statements" as that term is defined under Federal Securities Laws. "Forward-looking statements" are subject to risks, uncertainties and other factors, which could cause actual results to differ materially from those set forth in such statements. Such risks, uncertainties, and factors include, but are not limited to, foreign business risks, industry cyclicality, fluctuations in customer demand and order pattern, changes in pricing and general economic conditions, as well as other risks detailed in the Company's filings with the Securities and Exchange Commission. The Company disclaims any obligations to update any forward-looking statement as a result of developments occurring after the date of this press release.

Conference Call Schedule

A conference call will be held on Tuesday, April 19, 2005, at 10am (ET) and can be accessed live over the Internet through World Investor Link's Vcall website, located at <http://www.vcall.com>. To listen to the live call, individuals should go to the web site at least 15 minutes early to register, download and install any necessary audio software. A replay on the Vcall website will be available for one week after the original broadcast. A rebroadcast of the call will be available starting approximately two hours after the conference call ends, through midnight (ET) on Tuesday, May 3, 2005. The replay of the conference call can be accessed by dialing 1-877-519-4471, and, when prompted, use PIN number 5908938. International callers dial (973) 341-3080 and use the same PIN number.

Contact:

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NATURE'S SUNSHINE PRODUCTS, INC.
FINANCIAL SUMMARY

SELECTED STATEMENT OF OPERATIONS INFORMATION
(In thousands, except per share amounts)

Three Months Ended
March 31,

2005	2004
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(Unaudited)

Net sales revenue	\$ 86,401	\$ 77,678
Cost of goods sold	14,698	15,419
Volume incentives	33,508	29,488
Selling, general and administrative	32,644	29,167
	80,850	74,074
Operating income	5,551	3,604
Other income, net	74	856
Income before income taxes	5,625	4,460
Provision for income taxes	1,658	1,472
Net income	\$ 3,967	\$ 2,988
Basic net income per common share	\$ 0.27	\$ 0.21
Basic weighted average common shares	14,951	14,545
Diluted net income per common share	\$ 0.26	\$ 0.20
Diluted weighted average common shares	15,406	14,937

SELECTED BALANCE SHEET INFORMATION
(In thousands)

	March 31, 2005	December 31, 2004
	(Unaudited)	
Cash and cash equivalents	\$ 40,199	\$ 36,206
Other current assets	59,702	56,300
Total current assets	99,901	92,506
Property, plant and equipment	33,887	34,731
Other assets	17,351	17,839
Total	\$ 151,139	\$ 145,076
Current liabilities	\$ 53,061	\$ 51,812
Other liabilities	2,058	2,045
Shareholders' equity	96,020	91,219
Total	\$ 151,139	\$ 145,076

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