

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

NATURES SUNSHINE PRODUCTS INC

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

639027101

(CUSIP Number)

Yuqing Chen
Shanghai Fosun Pharmaceutical (Group) Co, Ltd., No.1289 Yishan Road
Shanghai, F4, 200233
86 (21) 33987000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

06/25/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 639027101

1	Name of reporting person Shanghai Fosun Pharmaceutical (Group) Co., Ltd.
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) WC

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization CHINA	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 64,167.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 64,167.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 64,167.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0.35 %	
14	Type of Reporting Person (See Instructions) CO	

SCHEDULE 13D

CUSIP No.	639027101
-----------	-----------

1	Name of reporting person Fosun Pharma USA Inc.
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization UNITED STATES

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) CO	

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Common Stock, no par value

(b) Name of Issuer:

NATURES SUNSHINE PRODUCTS INC

(c) Address of Issuer's Principal Executive Offices:

2901 West Bluegrass Blvd., Suite 100, Lehi, UTAH , 84043.

Item 1 Comment:

This Amendment No. 3 amends, as set forth below, the Schedule 13D originally filed by Shanghai Fosun Pharmaceutical (Group) Co., Ltd. ("Fosun Pharma") with the Securities and Exchange Commission ("SEC") on August 4, 2014, as amended by Amendment No. 1 ("Amendment No. 1") filed with the SEC on September 2, 2014, as further amended by Amendment No. 2 ("Amendment No. 2") filed with the SEC on June 9, 2025 (the "Original Schedule 13D," and together with Amendment No. 1, Amendment No. 2, and this Amendment No. 3, the "Schedule 13D") relating to the Common Stock of the Issuer. Fosun Pharma and Fosun Pharma USA Inc. ("FPUSA") are referred to herein collectively as the "Reporting Persons."

Item 4. Purpose of Transaction

Item 4 is hereby amended by adding the following paragraphs:

On June 25, 2025, FPUSA, as selling stockholder, and the Issuer entered into an underwriting agreement (the "Underwriting Agreement") with D.A. Davidson & Co. (the "Underwriter"), providing for the offer and sale of 2,854,607 shares of Common Stock (the "Shares"), being sold by FPUSA at a public offering price of \$12.00 per share (the "Offering"), less the underwriting discounts and commissions of \$0.54 per share, resulting in net proceeds to FPUSA of \$11.46 per share. The Offering closed on June 27, 2025. The Offering was made pursuant to the Issuer's shelf registration statement (which includes a base prospectus) on Form S-3 (File No. 333-287882) that was filed with the SEC on June 9, 2025 and became effective on June 18, 2025. The base prospectus included in the registration statement, was amended and supplemented by the preliminary prospectus supplement filed with the SEC on June 25, 2025, and the final prospectus supplement filed with the SEC on June 27, 2025.

Pursuant to the Underwriting Agreement, FPUSA has entered into a lock-up agreement (the "Lock-Up Agreement") pursuant to which FPUSA has agreed not to sell or transfer any securities of the Issuer held by it for a period of 90 days from June 27, 2025, subject to limited exceptions.

In connection with the Offering, FPUSA entered into a share repurchase agreement (the "Share Repurchase Agreement") with the Issuer, pursuant to which the Issuer agreed that it may purchase up to \$15.0 million of the shares of the Issuer's Common Stock that are subject to the Offering from the Underwriter at the public offering price as part of its previously announced share repurchase program.

The descriptions of the Underwriting Agreement, Lock-up Agreement, and Share Repurchase Agreement contained in this Item 4 are not intended to be complete and are qualified in their entirety by reference to the Underwriting Agreement, Form of Lock-Up Agreement and Share Repurchase Agreement, each of which is filed as an exhibit hereto and incorporated by reference herein.

Item 5. Interest in Securities of the Issuer

- (a) The responses of the Reporting Persons to Rows (7) through (11), and (13) of the cover pages of this Amendment No. 3 are incorporated herein by reference. Fosun Pharma beneficially owns an aggregate of 64,167 shares of Common Stock. This amount consists of 64,167 shares of Common Stock held directly by Fosun Industrial Co., Limited. The aggregate percentage of shares of Common Stock reported as beneficially owned by Fosun Pharma was calculated based on 18,463,179 shares of Common Stock issued and outstanding as of June 9, 2025, as disclosed in the Issuer's prospectus supplement filed with the SEC on June 27, 2025, pursuant to Rule 424(b)(5) under the Securities Act of 1933, as amended.
- (b) See Item 5(a).
- (c) Except for the sale of 2,854,607 shares of Common Stock in the Offering pursuant to the Underwriting Agreement, none of the Reporting Persons have effected any transaction in the Common Stock since Amendment No. 2.
- (d) Except as set forth in this Schedule 13D, to the knowledge of the Reporting Persons, no person had the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities covered by this Schedule 13D.
- (e) As of June 27, 2025, the Reporting Persons ceased to be the beneficial owners of more than five percent of the issued and outstanding shares of Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 is hereby amended by adding the following paragraph:

The descriptions of the Underwriting Agreement, Lock-Up Agreement and Share Repurchase Agreement included in Item 4 above is incorporated by reference into this Item 6.

Item 7. Material to be Filed as Exhibits.

Item 7 is hereby amended by amending/adding the following exhibits:

- | | |
|------|--|
| No. | Description of Exhibit |
| 99.1 | Amended list of directors and executive officers of Fosun Pharma, persons controlling Fosun Pharma and executive officers and directors of other persons in control of Fosun Pharma (filed herewith). |
| 99.5 | Underwriting Agreement, dated June 25, 2025, by and among Nature's Sunshine Products, Inc., D.A. Davidson & Co., as representative of the several underwriters, and Fosun Pharma USA Inc. (incorporated by reference to Exhibit 1.1 to the Issuer's Current Report on Form 8-K filed with the SEC on June 27, 2025). |
| 99.6 | Form of Lock-Up Agreement (incorporated by reference to Exhibit B to Exhibit 1.1 of the Issuer's Current Report on Form 8-K filed with the SEC on June 27, 2025). |
| 99.7 | Share Repurchase Agreement, dated June 24, 2025, by and between Nature's Sunshine Products, Inc. and Fosun Pharma USA Inc. (incorporated by reference to Exhibit 10.1 to the Issuer's Current Report on Form 8-K filed with the SEC on June 27, 2025). |

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Shanghai Fosun Pharmaceutical (Group) Co.,
Ltd.

Signature: /s/ Yuqing Chen
Name/Title: Yuqing Chen / Chairman
Date: 06/27/2025

Fosun Pharma USA Inc.

Signature: /s/ Yuqing Wang

Name/Title: Yuqing Wang / Chief Financial Officer

Date: 06/27/2025

**DIRECTORS AND EXECUTIVE OFFICERS OF FOSUN PHARMA PERSONS CONTROLLING FOSUN
PHARMA AND EXECUTIVE OFFICERS AND DIRECTORS OF OTHER PERSONS IN CONTROL OF
FOSUN PHARMA, FPUSA AND FOSUN INDUSTRIAL**

Fosun Pharma is a corporation organized under the laws of the People's Republic of China and listed on both the Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited with its principal business address at Building A, No. 1289 Yishan Road Shanghai, 200233, China. Fosun Pharma is an innovation-driven global healthcare company operating in the fields of pharmaceuticals, medical devices & diagnostics, and healthcare services. Through its strategic alliance with Sinopharm Group Co., Ltd., Fosun Pharma further extends its capabilities in pharmaceutical commerce.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun Pharma is set forth below.

Fosun Pharma			
Name	Business address	Present Principal Employment	Citizenship
Chen Yuqing	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Executive Director, Chairman of the Board of Directors	China
Guan Xiaohui	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Executive Director, Co-Chairman of the Board of Directors	China
Wen Deyong	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Executive Director, Deputy Chairman of the Board of Directors, Chief Executive Officer	China
Wang Kexin	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Executive Director	China
Chen Qiyu	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Non-executive Director	China
Pan Donghui	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Non-executive Director	Hong Kong, China
Wu Yifang	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Non-executive Director	China
Yu Tze Shan Hailson	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Independent Non-executive Director	Hong Kong, China
Wang Quandi	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Independent Non-executive Director	China
Chen Penghui	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Independent Non-executive Director	United States
Yang Yucheng	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Independent Non-executive Director	China
Yan Jia	Building A, No. 1289 Yishan Road Shanghai, 200233, China	Employee Director	China

Fosun Pharma is a subsidiary of Fosun High Technology. Fosun High Technology is a corporation organized under the laws of the People's Republic of China with its principal business address at 16th Floor, Tower S1, 600 Zhongshan No. 2 Road (E), Shanghai, Huangpu District, Shanghai, China. Fosun High Technology is a subsidiary of Fosun International, which is a global innovation-driven consumer group which operates in four business segments, namely health, happiness, wealth and intelligent manufacturing.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun High Technology is set forth below.

Fosun High Technology			
Name	Business Address	Present Principal Employment	Citizenship
Chen Qiyu	16th Floor, Tower S1, 600 Zhongshan No. 2 Road (E), Shanghai, Huangpu District, Shanghai, China	Chairman of the Board of Directors	China
Xu Xiaoliang	16th Floor, Tower S1, 600 Zhongshan No. 2 Road (E), Shanghai, Huangpu District, Shanghai, China	Director and general manager	China
Gong Ping	16th Floor, Tower S1, 600 Zhongshan No. 2 Road (E), Shanghai, Huangpu District, Shanghai, China	Director	China

Fosun High Technology is a subsidiary of Fosun International. Fosun International is a corporation organized under the laws of Hong Kong with its principal business address at Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong. Fosun International's ordinary shares are listed on the main board of The Stock Exchange of Hong Kong Limited. Fosun International is a global innovation-driven consumer group which operates in four business segments, namely health, happiness, wealth and intelligent manufacturing.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun International is set forth below.

Fosun International			
Name	Business Address	Present Principal Employment	Citizenship
GUO Guangchang	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director and Chairman	Hong Kong, China
WANG Qunbin	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director and Co-Chairman	Hong Kong, China
CHEN Qiyu	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director and Co-Chief Executive Officer	China
XU Xiaoliang	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director and Co-Chief Executive Officer	China
GONG Ping	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director, Executive President and Chief Financial Officer	China
HUANG Zhen	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director and Executive President	China
PAN Donghui	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Executive Director, Executive President and Chief Human Resources Officer	Hong Kong, China
LI Shupe	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Non-executive Director	China
LI Fuhua	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Non-executive Director	China
Luo Yuanli	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Non-executive Director	China
ZHANG Shengman	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Independent Non-executive Director	Hong Kong, China
ZHANG Huaqiao	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Independent Non-executive Director	Hong Kong, China
David T. ZHANG	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Independent Non-executive Director	Hong Kong, China
LEE Kai-Fu	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Independent Non-executive Director	Republic of China
TSANG King Suen Katherine	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Independent Non-executive Director	Hong Kong, China

Fosun International is a subsidiary of Fosun Holdings. Fosun Holdings is a corporation organized under the laws of Hong Kong with its principal business address at Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong. Fosun Holdings is principally engaged in investment holding.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun Holdings is set forth below.

Fosun Holdings			
Name	Business Address	Present Principal Employment	Citizenship
GUO Guangchang	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China
LAW Tsz Kwan Iris	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China
LI Tao	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China

Fosun Holdings is a subsidiary of Fosun International Holdings. Fosun International Holdings is a corporation organized under the laws of British Virgin Islands with its principal business address at Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong. Fosun International Holdings is principally engaged in investment holding.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun International Holdings is set forth below.

Fosun International Holdings			
Name	Business Address	Present Principal Employment	Citizenship
GUO Guangchang	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China
LAW Tsz Kwan Iris	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China
LI Tao	Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong	Director	Hong Kong, China

Fosun International Holdings is owned 82.59% by Guangchang Guo with the remaining shares owned 17.41% by Qunbin Wang. Guangchang Guo's principal business address is Room 808, ICBC Tower, 3 Garden Road, Central, Hong Kong. He is a citizen of Hong Kong, China.

The name, business address, present principal employment and citizenship of each director and executive officer of FPUSA is set forth below.

Fosun Pharma USA Inc.

Name	Business address	Present Principal Employment	Citizenship
Wu Yifang	104 Carnegie Center Drive, Suite 204, Princeton, New Jersey 08540	Director	China
Zhang Wenjie	104 Carnegie Center Drive, Suite 204, Princeton, New Jersey 08540	Director	US Citizen
Feng Rongli	104 Carnegie Center Drive, Suite 204, Princeton, New Jersey 08540	Director	China

FPUSA is a wholly owned subsidiary of Fosun Pharma. FPUSA is a Delaware corporation. Its principal place of business is 104 Carnegie Center Drive, Suite 204, Princeton, New Jersey 08540. FPUSA is a specialty pharmaceutical company.

The name, business address, present principal employment and citizenship of each director and executive officer of Fosun Industrial is set forth below.

Fosun Industrial

Name	Business address	Present Principal Employment	Citizenship
Guan Xiaohui	Room 1917, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong	Chairman of the Board of Director	China
LAW Tsz Kwan Iris	Room 1917, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong	Director	Hong Kong, China
HUNG HSIU YING SAMMI	Room 1917, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong	Director	Hong Kong, China

Fosun Industrial is a wholly owned subsidiary of Fosun Pharma. The address of the principal business office for Fosun Industrial is Room 1917, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong. Fosun Industrial is a company incorporated under the laws of Hong Kong. Fosun Industrial is principally engaged in foreign investment, sale and consultancy service of Chinese and western medicine, diagnostic reagent, medical device products and relevant import and export business.
