# SECURITIES AND EXCHANGE COMMISSION Washington, D. C. 20549

# SCHEDULE 13G/A

**Under the Securities Exchange Act of 1934** 

(Amendment No. 8)

# NATURE'S SUNSHINE PRODUCTS, Inc.

(Name of Issuer)

# Common Stock, No Par Value (Title and Class of Securities)

# 639027101

(CUSIP Number)

<u>December 31, 2011</u> (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

	Rule 13d-1(b)
X	Rule 13d-1(c)
	Rule 13d-1(d)

CUSIP No. 639027101		Page 2 of 13 Pages
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	NAMES OF REPORTS	DEDCOME	
1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS		
	WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.		
2	CHECK THE APPROPRIA	ATE BOX IF A MEMI	BER OF A GROUP
	(b) ⊠ Reporting Person	is affiliated with other	persons
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE	E OF ORGANIZATIO	N
	Delaware		
		5	SOLE VOTING POWER
			346,646 Shares
	BER OF	6	SHARED VOTING POWER
BENEF	ARES ICIALLY ED BY		0
EA	АCH	7	SOLE DISPOSITIVE POWER
REPORTING PERSON WITH			346,646 Shares
,,		8	SHARED DISPOSITIVE POWER
			0
9	AGGREGATE AMOUNT	BENEFICIALLY OW	VNED BY EACH REPORTING PERSON
	346,646 Shares		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	£		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	2.2%		
12	TYPE OF REPORTING PERSON		
	PN		

CUSIP No. 639027101		Page 3 of 13 Pages
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1	NAMES OF REPORTING	DEDCONC	
1	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS		
	WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I		
2	CHECK THE APPROPRIA	ATE BOX IF A MEMI	BER OF A GROUP
	(a) □ (b) ⊠ Reporting Person	is affiliated with other	nersons
3	SEC USE ONLY	is armated with other	persons
4	CITIZENCHID OD DI ACI	OF ORCANIZATIO	AT.
4	CITIZENSHIP OR PLACE	E OF ORGANIZATIO	N
	Delaware		
_		5	SOLE VOTING POWER
			501,975 Shares
	BER OF	6	SHARED VOTING POWER
	ARES ICIALLY		0
	ED BY ACH	7	SOLE DISPOSITIVE POWER
REPO	RTING	/	
	RSON TTH		501,975 Shares
		8	SHARED DISPOSITIVE POWER
			0
9	AGGREGATE AMOUNT	BENEFICIALLY OW	VNED BY EACH REPORTING PERSON
	501,975 Shares		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	£		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	3.2%		
12	TYPE OF REPORTING PERSON		
	PN		

CUSIP No. 639027101		Page 4 of 13 Pages
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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS		
	WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.		
2	CHECK THE APPROPRIATE BOX IF A MEM (a) □	BER OF A GROUP	
	(b)  Reporting Person is affiliated with other	persons	
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION	ON .	
	Cayman Islands		
	5	SOLE VOTING POWER	
	J		
		199,091 Shares	
	BER OF 6	SHARED VOTING POWER	
BENEF	ARES TCIALLY TED BY	0	
EA	ACH 7	SOLE DISPOSITIVE POWER	
PEF	ORTING RSON TITH	199,091 Shares	
	8	SHARED DISPOSITIVE POWER	
		0	
9	AGGREGATE AMOUNT BENEFICIALLY OV	WNED BY EACH REPORTING PERSON	
	199,091 Shares		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	£		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	1.3%		
12	TYPE OF REPORTING PERSON		
	СО		

CUSIP No. 639027101		Page 5 of 13 Pages
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	NAMES OF REPORTING PERSONS		
1	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS		
	WYNNEFIELD CAPITAL, INC. PROFIT SHARING PLAN		
2	CHECK THE APPROPRIATE BOX IF A MEM (a) □	IBER OF A GROUP	
	(b) Reporting Person is affiliated with other	persons	
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION	N	
	Delaware		
	5	SOLE VOTING POWER	
		44,911 Shares	
	BER OF 6 ARES	SHARED VOTING POWER	
	ICIALLY ED BY	0	
EA	ACH 7	SOLE DISPOSITIVE POWER	
PEF	RTING SON ITH	44,911 Shares	
**	8	SHARED DISPOSITIVE POWER	
		0	
9	AGGREGATE AMOUNT BENEFICIALLY O	WNED BY EACH REPORTING PERSON	
	44,911 Shares		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
	£		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	0.3%		
12	TYPE OF REPORTING PERSON	TYPE OF REPORTING PERSON	
	EP		

CUSIP No. 639027101		Page 6 of 13 Pages
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1		
	LMES OF REPORTING PERSONS S. OR I.R.S. IDENTIFICATION NOS. OF ABO	OVE PERSONS
WY	WYNNEFIELD CAPITAL MANAGEMENT, LLC	
2 CHI (a) [	ECK THE APPROPRIATE BOX IF A MEME $\square$	BER OF A GROUP
1 (d)	Reporting Person is affiliated with other p	persons
3 SEC	C USE ONLY	
4 CIT	TIZENSHIP OR PLACE OF ORGANIZATION	V
New	w York	
	5	SOLE VOTING POWER
		848,621 Shares (1)
NUMBER O	OF 6	SHARED VOTING POWER
SHARES BENEFICIAL OWNED BY		0
EACH	7	SOLE DISPOSITIVE POWER
REPORTING PERSON WITH	G	848,621 Shares (1)
	8	SHARED DISPOSITIVE POWER
		0
9 AGO	GREGATE AMOUNT BENEFICIALLY OW	NED BY EACH REPORTING PERSON
848,	848,621 Shares (1)	
10 CHI	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
£	£	
11 PER	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	
5.4%	5.4% (1)	
12 TYF	TYPE OF REPORTING PERSON	
00	)	

<sup>(1)</sup> Wynnefield Capital Management, LLC holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P. and Wynnefield Partners Small Cap Value, L.P. I.

CUSIP No. 639027101		Page 7 of 13 Pages
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1	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF AE										
	WYNNEFIELD CAPITAL, INC.										
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\square$										
	(b) ⊠ Reporting Person is affiliated with other persons										
3	SEC USE ONLY										
4	CITIZENSHIP OR PLACE OF ORGANIZATION	N									
	Cayman Islands										
	5	SOLE VOTING POWER									
		199,091 Shares (1)									
	BER OF 6 ARES	SHARED VOTING POWER									
BENEF	CICIALLY ED BY	0									
	ACH 7	SOLE DISPOSITIVE POWER									
PEF	RSON TITH	199,091 Shares (1)									
	8	SHARED DISPOSITIVE POWER									
		0									
9	AGGREGATE AMOUNT BENEFICIALLY OV	VNED BY EACH REPORTING PERSON									
	199,091 Shares (1)										
10	CHECK BOX IF THE AGGREGATE AMOUN	T IN ROW (9) EXCLUDES CERTAIN SHARES									
	£										
11	PERCENT OF CLASS REPRESENTED BY AM	MOUNT IN ROW (9)									
	1.3% (1)										
12	TYPE OF REPORTING PERSON										
	со										

<sup>(1)</sup> Wynnefield Capital, Inc. holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd.

CUSIP No. 639027101		Page 8 of 13 Pages
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1	NAMES OF REPORTING	PERSONS											
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS												
	NELSON OBUS	NELSON OBUS											
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP												
	(a)   (b)   Reporting Person is officiated with other persons												
3	(b)  Reporting Person is affiliated with other persons SEC USE ONLY												
4	CITIZENSHIP OR PLACE	OF ORGANIZATIO	N .										
	Delaware												
		5	SOLE VOTING POWER										
			1,092,623 Shares (1)										
	BER OF	6	SHARED VOTING POWER										
BENEF	ARES ICIALLY ED BY		0										
EA	ACH	7	SOLE DISPOSITIVE POWER										
	RTING RSON		1,092,623 Shares (1)										
	TTH		1,092,025 Shales (1)										
		8	SHARED DISPOSITIVE POWER										
			0										
9	AGGREGATE AMOUNT	BENEFICIALLY OV	VNED BY EACH REPORTING PERSON										
	1,092,623 Shares (1)												
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES												
	£												
	DED CENTE OF CLASS DE	DDECEMBED DV 43	MOLINIT BY DOMY (0)										
11	PERCENT OF CLASS RE	PKESENTED BY AM	MOUNT IN KOW (9)										
	7.0% (1)												
12	TYPE OF REPORTING PI	ERSON IN											

(1) Mr. Obus may be deemed to hold an indirect beneficial interest in these shares, which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P., Wynnefield Partners Small Cap Value, L.P. I, Wynnefield Small Cap Value Offshore Fund, and Wynnefield Capital, Inc. Profit Sharing Plan because he is a co-managing member of Wynnefield Capital Management, LLC, a principal executive officer of Wynnefield Capital, Inc. (the investment manager of Wynnefield Small Cap Value Offshore Fund), and the portfolio manager of Wynnefield Capital, Inc. Profit Sharing Plan. The filing of this Statement and any future amendment by Mr. Obus, and the inclusion of information herein and therein with respect to Mr. Obus, shall not be considered an admission that he, for the purpose of Section 16(b) of the Exchange Act, is the beneficial owner of any shares in which he does not have a pecuniary interest. Mr. Obus disclaims any beneficial ownership of the shares of Common Stock covered by this Statement.

	NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS											
	S.S. OR I.R.S. IDENTIFICA	ATION NOS. OF AB	OVE PERSONS									
	JOSHUA LANDES											
	VOUNDIT ENTINEED											
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP											
	(b) ⊠ Reporting Person is affiliated with other persons											
	SEC USE ONLY											
4	CITIZENSHIP OR PLACE	OF ORGANIZATIO	N .									
	Dalarriana											
	Delaware											
		5	SOLE VOTING POWER									
		3	SOLL FORMOTOWER									
			1,047,712 Shares (1)									
NUMBE	ER OF	6	SHARED VOTING POWER									
SHAR												
BENEFIC			0									
OWNEI		_										
EAC REPORT		7	SOLE DISPOSITIVE POWER									
PERSO	-		1,047,712 Shares (1)									
WIT			1,047,712 Shares (1)									
,,,,,	.11	8	SHARED DISPOSITIVE POWER									
		o l	SILINED DISTOSTITUE TO WER									
			0									
9	AGGREGATE AMOUNT	BENEFICIALLY OV	VNED BY EACH REPORTING PERSON									
	1,047,712 Shares (1)											
10	CHECK DON IT THE ACC	CDECATE AMOUNT	Γ IN ROW (9) EXCLUDES CERTAIN SHARES									
10	CHECK BOX IF THE AGO	JREGATE AMOUN	I IN KOW (9) EACLODES CEKTAIN SHAKES									
	£											
11	PERCENT OF CLASS REF	PRESENTED BY AM	MOUNT IN ROW (9)									
	6.7% (1)											
12	TYPE OF REPORTING PE	ERSON IN										

(1) Mr. Landes may be deemed to hold an indirect beneficial interest in these shares, which are directly beneficially owned by Wynnefield Partners Small Cap Value, L.P., Wynnefield Partners Small Cap Value, L.P. I and Wynnefield Small Cap Value Offshore Fund because he is a co-managing member of Wynnefield Capital Management, LLC and a principal executive officer of Wynnefield Capital, Inc. The filing of this Statement and any future amendment by Mr. Landes, and the inclusion of information herein and therein with respect to Mr. Landes, shall not be considered an admission that he, for the purpose of Section 16(b) of the Exchange Act, is the beneficial owner of any shares in which he does not have a pecuniary interest. Mr. Landes disclaims any beneficial ownership of the shares of Common Stock covered by this Statement.

CUSIP No. 6390	
Item 1(a).	Name of Issuer:
	Nature's Sunshine Products, Inc.
Item 1(b).	Address of Issuer's Principal Executive Offices:
	75 East 1700 South, Provo, UT 84606
Item 2(a).	Name of Person Filing:
	Wynnefield Partners Small Cap Value, L.P. ("Partners")
	Wynnefield Partners Small Cap Value, L.P. I ("Partners I"
	Wynnefield Small Cap Value Offshore Fund, Ltd. ("Fund"
	Wynnefield Capital, Inc. Profit Sharing Plan (the "Plan")
	Wynnefield Capital Management, LLC ("WCM")
	Wynnefield Capital, Inc. ("WCI")
	Nelson Obus
	Joshua Landes
Item 2(b).	Address of Principal Business Office or, if None, Residence:
	450 Seventh Avenue, Suite 509, New York, New York 10123
Item 2(c).	Citizenship:
	Partners and Partners I are Delaware limited partnerships.
	Fund and WCI are Cayman Islands companies.
	WCM is a New York limited liability company.
	The Plan is a Delaware corporation.

Mr. Obus and Mr. Landes are United States citizens.

Page 10 of 13 Pages

CUSIP No. 639027101	Page 11 of 13 Pages
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 Item 2(d).
 Title of Class of Securities:

 Common Stock, No Par Value Per Share.

 Item 2(e).
 CUSIP Number:

 639027101

 Item 3.
 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

		•			•
(a)	£	Broker or Dealer registered under S	ection 15 of the	he Act	
(u)	~	Diokei of Dealer registered under 5	ccuon 15 of u	iic i ict.	

(a) £ Broker or Dealer registered under Section 15 of the Act.

£

(b)

(c) £ Insurance Company as defined in Section 3(a)(19) of the Act.

Bank as defined in Section 3(a)(6) of the Act.

- (d) £ Investment Company registered under Section 8 of the Investment Company Act.
- (e) £ Investment Adviser registered in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) £ Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) £ Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) £ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) £ A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940.
- (j) £ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this Statement is filed pursuant to Rule 13d-1(c), check this box ⊠.

CUSIP No. 639027101

Page 12 of 13 Pages

### Item 4. Ownership.

(a) Amount beneficially owned: 1,092,623 Shares

(b) Percent of Class: 7.0% of Common Stock

(c) Number of Shares as to which the person has:

(i) Sole power to vote or to direct the vote: 1,092,623 Shares

(ii) Shared power to vote or to direct the vote: 0 Shares

(iii) Sole power to dispose or to direct the disposition of: 1,092,623 Shares

(iv) Shared Power to dispose or to direct the disposition of: 0 Shares

## Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.  $\Box$ .

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

See Item 2(a)-(c).

Item 9. Notice of Dissolution of Group.

Not Applicable.

# Item 10. Certifications.

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Date: February 14, 2012

# SIGNATURE

			LD													

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Nelson Obus

Nelson Obus, Managing Member

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Nelson Obus
Nelson Obus, Managing Member

WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.

By: Wynnefield Capital, Inc.

By: /s/ Nelson Obus Nelson Obus, President

WYNNEFIELD CAPITAL, INC. PROFIT SHARING PLAN

By: /s/ Nelson Obus

Nelson Obus, Portfolio Manager

WYNNEFIELD CAPITAL MANAGEMENT, LLC

By: /s/ Nelson Obus

Nelson Obus, Co-Managing Member

WYNNEFIELD CAPITAL, INC.

By: /s/ Nelson Obus

Nelson Obus, President

/s/ Nelson Obus

Nelson Obus, Individually

/s/ Joshua Landes

Joshua Landes, Individually