## FORM 4

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

OMB APPROV	AL
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hours per response	0.5

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 or Section 30(h) of the Investment Company Act of 1940

										ation	Title	or					
					and 5)							Amount	-	Transaction( (Instr. 4)	(I) (Instr. 4	)	
	n Date (Month/Day/Year) Exect any (Mon	any	4. 5. Transaction Code Se (Instr. 8) Ac or (D (In		Derivati Securitie Acquired or Dispo (D) (Instr. 3,	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		and	of Unde Securiti	erlying es		Derivative Securities Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect	Ownersh (Instr. 4)	
		Table II										vned					
eport on a sep	parate line for each of	class of securities be	neficially	y ow	ned direc	tly or i	P th	ersons	n are no	ot requi	red to re	espond unles			in SEC	1474 (9-02)	
Stock		01/15/2015						(2		A	\$ 0 4	4,500		]	)		
Common Stock 01/15/2015						A		<u>(1</u>	)	A	\$ 0   3	7,500		]	)		
						Co	de			(A) or (D)	Price			(	I) Instr. 4)	(Instr. 4)	
1.Title of Security (Instr. 3)		Date	Execution Da		Date, if	te, if Code (Instr.		(A							Ownership Form: Direct (D)	Beneficial Ownership	
(City) (State) (Zip)				Table I - Non-Derivative Securities Acqui								ired, Disposed of, or Beneficially Owned					
(Street) LEHI, UT 84043				4. If Amendment, Date Original Filed(Month/Day/Year) 01/16/2015								6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person					
C/O NATURE'S SUNSHINE PRODUCTS, INC., 2500 W EXECUTIVE PARKWAY, SUITE				3. Date of Earliest Transaction (Month/Day/Year) 01/15/2015								President, China & New Markets					
NOACK PAUL					NATURES SUNSHINE PRODUCTS INC [natr]								(Check all applicable)  Director 10% Owner  X Officer (give title below) Other (specify below)				
	PAUL URE'S SUID WEXECT  84043  Stock  Stock  Exercise port on a separate of Derivative	(Street)  84043  (State)  Stock  Stock  2.  Conversion or Exercise Price of Derivative  (First)  (Strest)  (Street)  3. Transaction  Date (Month/Day/Year)	PAUL  (First) (Middle)  URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  84043  (State) (Zip)  Curity 2. Transaction Date (Month/Day/Yea  Stock 01/15/2015  Stock 01/15/2015  Empirical of Date (Month/Day/Year)  Table II  2. Table II  A. Deemed Execution Date, if any (Month/Day/Year)	PAUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (Street)  (Street)  (State)  (Zip)  2. Transaction Date (Month/Day/Year) (Mon  Stock  01/15/2015  Conversion or Exercise Price of Perivative  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Oate (Month/Day/Year) (Month/Day/Year)  3. Transaction Oate (Month/Day/Year) (Instr. 8)	PAUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (State)  (Zip)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Stock  01/15/2015  Stock  01/15/2015  Stock  01/15/2015  Table II - Derivative (e.g., puts, any (Month/Day/Year))  2. Table II - Derivative (e.g., puts, any (Month/Day/Year))  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Conversion or Exercise Price of Derivative Security  (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Transaction Code (Instr. 8)	PAUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amendment, Dat 01/16/2015  2A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Stock  01/15/2015  Stock  01/15/2015  Table II - Derivative Securitie (e.g., puts, calls, wa c	PAUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (Street)  (Strate)  (Strate)  (Zip)  (Zip)  (A. If Amendment, Date Origon 1/16/2015  (A. If Amendment, Date Origon 1/16/2015  (Code (Instr. of Execution Date, if Code any (Month/Day/Year))  (Month/Day/Year)  (Code (Instr. of Execution Date, if Code any (Month/Day/Year))  (Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	PAUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, D W EXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Strate)  (Zip)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A. If Amendment, Date Original Follo(1/6/2015)  (Code (Instr. 8)  (Instr. 8)  (Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (A. If Amendment, Date Original Follo(1/6/2015)  (Code (Instr. 8)  (Code (Instr. 8)  (Month/Day/Year)  (E.g., puts, calls, warrants, optically or indired for exception Date (E.g., puts, calls, warrants, optically or indired (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)	AUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, (WEXECUTIVE PARKWAY, SUITE  (Street)  (Street) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (A. If Amendment, Date Original Filed(Month) 16/2015  (Street) (Month/Day/Year) (Month/Day/Year) (Instr. 8)	AUL  (First) (Middle) URE'S SUNSHINE PRODUCTS, (WEXECUTIVE PARKWAY, SUITE  (Street)  (State)  (State)  (Zip)  (Zip)  (A. If Amendment, Date Original Filed(Month/Day/Year) 01/16/2015  (State)  (Zip)  (State)  (Zip)  (A. If Amendment, Date Original Filed(Month/Day/Year) 01/16/2015  (State)  (Zip)  (State)  (Zip)  (A. Deemed Execution Date, if Code (Instr. 8) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  (Stock  (Month/Day/Year)  (Month/Day/Year)	NATURES SUNSHINE PRODUCTS INC [nath (Pirst) (Middle) (Mid	NATURES SUNSHINE PRODUCTS INC [natr]  (Street)  (A If Amendment, Date Original Filed(Month/Day/Year)  (O1/16/2015  (A) If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (A) Or Beneficially Or Ceg., puts, calls, warrants, options, convertible securities Or Currently valid OMB control of Understream (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3)  (A) Detreative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) Or Disposed of (D) (Instr. 3, 4 and 5)  (B) Date Exprisable and Spiration Date (Instr. 3)  (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3)  (Instr. 3)	AUL  (First)  (Moddle) URES SUNSHINE PRODUCTS, OWEXECUTIVE PARKWAY, SUITE  (Street)  (Street)  (Street)  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Month/Day	AUL (First) (Middle) (Party of Check (Party of	AUL (First) (Modalds) (Mod	NATURES SUNSHINE PRODUCTS INC [natr]  (Steed)  4. If Amendment, Date Original FiledatembrDay/Year) 01/15/2015  (Steed)  4. If Amendment, Date Original FiledatembrDay/Year) 01/16/2015  (Steed)  5. A Inspection Date (Month/Day/Year) 01/15/2015  (Steed)  6. Individual or boint/Group Filing Check Applicable Line) 2. Transaction Date (Month/Day/Year) 01/16/2015  (Steed)  7. A Inspection Date (Month/Day/Year) 01/15/2015  (Steed)  8. A Inspection Date (Month/Day/Year) 01/15/2015  (Steed)  8. A Inspection Date (Month/Day/Year) 01/15/2015  A Inspection Date (Instr. 3, 4 and 5) 01/15/2015  A Inspection Date (Instr. 3) 01/15/2015  A Inspect Of Order (pive did below) Month Day (Pear) 01/15/2015  A Inspect Of Order (pive did below) Month Day (Pear) 01/15/2015  A Inspect Order (Instr. 3) 01/15/2015  A Inspect Order (Instr. 4) 01/15/2015  A Inspect Order (I	

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
NOACK PAUL C/O NATURE'S SUNSHINE PRODUCTS, INC. 2500 W EXECUTIVE PARKWAY, SUITE 100 LEHI, UT 84043			President, China & New Markets					

### **Signatures**

Stephen M. Bunker as attorney-in-fact for Paul Noack	02/23/2015		
**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 issued pursuant to a special incentive grant in the form of restricted stock units; each restricted stock unit represents the right to receive one share of NATR common stock. These shares will vest in three equal annual installments beginning on January 15, 2016.
- (2) Shares issued pursuant to a long-term incentive plan grant in the form of restricted stock units; each stock unit represents the right to receive one share of NATR common stock. These shares will vest in three equal annual installments beginning on January 15, 2016.
- (3) This option vests in four equal installments upon the completion of each year of the reporting person's employment beginning on October 13, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.