

NU SKIN ENTERPRISES INC
 Form 4
 May 31, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ADAMS MARK L

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)

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

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)

Chief Information Officer

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

(Street)

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

PROVO, UT 84601

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	12/20/2005		J ⁽¹⁾	0.51 A \$ 17.75	4,680	D	
Class A Common Stock	03/28/2006		J ⁽¹⁾	1.25 A \$ 18.14	4,681	D	
Class A Common Stock	05/26/2006		A	1,500 A (2) 6,514 (3) (4)		D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 6.56					<u>(6)</u>	08/31/2010	Class A Common Stock	15,000
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 8.2					<u>(6)</u>	02/28/2011	Class A Common Stock	7,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 12.45					<u>(6)</u>	04/19/2012	Class A Common Stock	7,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 12.45					<u>(6)</u>	08/21/2008	Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 12.45					<u>(6)</u>	08/31/2011	Class A Common Stock	7,500
Employee Stock Option	\$ 12.45					<u>(6)</u>	08/31/2009	Class A Common Stock	20,000

(right to buy) ⁽⁵⁾									
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 12				09/03/2003 ⁽⁷⁾	09/03/2012		Class A Common Stock	7,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 9.04				03/10/2004 ⁽⁷⁾	03/10/2013		Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 11.5				09/02/2004 ⁽⁷⁾	09/02/2013		Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 19.15				02/27/2005 ⁽⁷⁾	02/27/2014		Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 26.13				09/01/2005 ⁽⁷⁾	09/01/2014		Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 22.33				02/28/2006 ⁽⁷⁾	02/28/2015		Class A Common Stock	12,500
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 21.34				08/31/2006 ⁽⁷⁾	08/31/2015		Class A Common Stock	12,500
Employee Stock Option (right to buy)	\$ 17.58	05/26/2006	A	5,000	05/26/2007 ⁽⁷⁾	05/26/2013		Class A Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owners	

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Director 10% Owner Officer Other

ADAMS MARK L
C/O NU SKIN ENTERPRISES, INC.
75 WEST CENTER STREET
PROVO, UT 84601

Chief Information Officer

Signatures

D. Matthew Dorny as Attorney-in-Fact for Mark L.
Adams 05/31/2006

__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 were acquired through an automatic reinvestment of a dividend payment.
- (2) Price not applicable.
- (3) Represents number of shares beneficially owned as of May 26, 2006.
- (4) Updated to reflect shares acquired under the Company's Employee Stock Purchase Plan which are exempt from filing.
- (5) Previously Reported
- (6) Currently exercisable in full.
- (7) Becomes exercisable in four equal annual installments beginning on the date indicated.

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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