

SINNOTT ROBERT A
Form 4
February 06, 2019

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SINNOTT ROBERT A

2. Issuer Name **and** Ticker or Trading
Symbol
USANA HEALTH SCIENCES INC
[USNA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3838 WEST PARKWAY BLVD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/04/2019

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Chief Scientific Officer

SALT LAKE CITY, UT 84120

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/05/2019		M		1,288	A	\$ 117.19
Common Stock	02/05/2019		F		578	D	\$ 117.19

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

**Persons who respond to the collection of
information contained in this form are not
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(9-02)

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	<u>(1)</u>	02/04/2019		A		2,137		<u>(2)</u>	<u>(2)</u>	Common Stock
Restricted Stock Units	<u>(1)</u>	02/04/2019		A		1,454		<u>(3)</u>	<u>(3)</u>	Common Stock
Restricted Stock Units	<u>(1)</u>	02/05/2019		M			1,288	<u>(4)</u>	<u>(4)</u>	Common Stock
Stock-Settled Stock Appreciation Rights	\$ 116.06	02/04/2019		A		7,005		02/04/2020 <u>(5)</u>	08/04/2023	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SINNOTT ROBERT A 3838 WEST PARKWAY BLVD SALT LAKE CITY, UT 84120	Chief Scientific Officer

Signatures

Josh Foukas, as attorney
in fact. 02/06/2019

__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) Each restricted stock unit represents a contingent right to receive one share of USNA common stock.
- (2) Restricted Stock Units vest 25% on the anniversary of February 4th, 2019.
- (3) Restricted Stock Units vest 65% on the first anniversary of February 4th, 2019 and vest 35% on the second anniversary of February 4th, 2019.
- (4) Restricted Stock Units vest 25% on the anniversary of February 5th, 2018.

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(5) Stock-Settled Stock Appreciation Rights vest 25% on the anniversary of February 4th, 2019.

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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