

CHANG JOSEPH Y

Form 4

June 21, 2005

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHANG JOSEPH Y

(Last) (First) (Middle)

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

(Street)

PROVO 84601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NU SKIN ENTERPRISES INC
[NUS]

3. Date of Earliest Transaction
(Month/Day/Year)
06/15/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
President-Pharmanex Division

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 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)
Class A Common Stock	06/15/2005		M	20,000	A \$ 8 22,131	D	
Class A Common Stock	06/15/2005		S ⁽¹⁾	20,000	D \$ 23.93 2,131 ⁽²⁾	D	

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
required to respond unless the form
displays a currently valid OMB control**

SEC 1474
(9-02)

number.

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 Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽³⁾	\$ 6.84							⁽⁵⁾	04/01/2007	Class A Common Stock	6,58
Employee Stock Option (right to buy)	\$ 8	06/15/2005		M		20,000		⁽⁵⁾	04/11/2010	Class A Common Stock	20,0
Employee Stock Option (right to buy) ⁽³⁾	\$ 6.56							08/31/2001 ⁽⁶⁾	08/31/2010	Class A Common Stock	6,00
Employee Stock Option (right to buy) ⁽³⁾	\$ 8.2							02/28/2002 ⁽⁶⁾	02/28/2011	Class A Common Stock	6,25
Employee Stock Option (right to buy) ⁽³⁾ ⁽⁴⁾	\$ 12.45							04/19/2003 ⁽⁶⁾	04/19/2012	Class A Common Stock	12,5
Employee Stock Option (right to buy) ⁽³⁾ ⁽⁴⁾	\$ 12.45							04/19/2003 ⁽⁷⁾	08/31/2011	Class A Common Stock	12,5
Employee Stock	\$ 12.45							04/19/2003 ⁽⁵⁾	08/31/2009	Class A Common	25,0

Option (right to buy) <u>(3)</u> <u>(4)</u>					Stock	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 12	09/03/2003 <u>(6)</u>	09/03/2012	Class A Common Stock	12,5	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 9.04	03/10/2004 <u>(6)</u>	03/10/2013	Class A Common Stock	12,5	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 11.5	09/02/2004 <u>(6)</u>	09/02/2013	Class A Common Stock	17,5	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 19.15	02/27/2005 <u>(6)</u>	02/27/2014	Class A Common Stock	17,5	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 26.13	09/01/2005 <u>(6)</u>	09/01/2014	Class A Common Stock	17,5	
Employee Stock Option (right to buy) <u>(3)</u>	\$ 22.33	02/28/2006 <u>(6)</u>	02/28/2015	Class A Common Stock	17,5	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHANG JOSEPH Y C/O NU SKIN ENTERPRISES, INC. 75 WEST CENTER STREET PROVO 84601			President-Pharmanex Division	

Signatures

D. Matthew Dorny as Attorney-in-Fact for Joseph Y.
Chang

06/21/2005

__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) Sale pursuant to a 10b5-1 plan adopted by the Reporting Person.
- (2) Represents number of shares beneficially owned as of June 15, 2005.
- (3) Previously reported.
- (4) Issued as part of an Option Exchange Offer.
- (5) Currently exercisable in full.
- (6) Becomes exercisable in four equal annual installments beginning on the date indicated.
- (7) 75% are currently exercisable, and 25% become exercisable on 8/31/2005.
- (8) Price not applicable.

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.