

NATURES SUNSHINE PRODUCTS INC  
Form 8-K  
December 19, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 18, 2012**

**NATURE S SUNSHINE PRODUCTS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Utah**  
(State or Other Jurisdiction of  
Incorporation)

**0-8707**  
(Commission File Number)

**87-0327982**  
(I.R.S. Employer Identification No.)

**2500 West Executive parkway, Suite 100**

**Lehi, Utah**  
(Address of Principal Executive Offices)

**840436**  
(Zip Code)

Registrant's telephone number, including area code: **(801) 342-4300**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Cautionary Statement Regarding Forward-Looking Statements**

*In addition to historical information, this report contains forward-looking statements. Nature's Sunshine may, from time to time, make written or oral forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements encompass Nature's Sunshine's beliefs, expectations, hopes, or intentions regarding future events. Words such as expects, intends, believes, anticipates, should, likely, and similar expressions identify forward-looking statements. All forward-looking statements included in this report are made as of the date hereof and are based on information available to the Company as of such date. Nature's Sunshine assumes no obligation to update any forward-looking statement. Actual results will vary, and may vary materially, from those anticipated, estimated, projected or expected for a number of reasons, including, among others: further reviews of the Company's financial statements by the Company and its Audit Committee; modification of the Company's accounting practices; the outcome of the various inquiries, requests for documents and proceedings by government agencies; foreign business risks; industry cyclicalities; fluctuations in customer demand and order pattern; changes in pricing and general economic conditions; as well as other risks detailed in the Company's previous filings with the SEC.*

**Item 5.02 Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 13, 2012, Nature's Sunshine Products, Inc. (the Company) issued a press release announcing the appointment of Gregory L. Probert as Executive Chairman of the Board of Directors and Kristine F. Hughes as the Vice Chairman of the Board of Directors.

Prior to his appointment to Executive Vice Chairman in June 2011, Mr. Probert served as an independent consultant to the Company since 2010. Previously, he was Chairman of the Board and Chief Executive Officer of Penta Water Company, President and Chief Operating Officer of Herbalife International of America, Chief Executive Officer of DMX Music and Executive Vice President of Worldwide Home Entertainment at the Walt Disney Company. Mr. Probert received his B.A. from the University of Southern California in 1979.

Kristine Hughes co-founded Hughes Development Corporation in 1972, the predecessor to Nature's Sunshine Products, Inc., and has served as an officer or director of the Company and its predecessors since 1980. Ms. Hughes is the spouse of Eugene L. Hughes, another Company founder and a director emeritus.

**Item 9.01 Financial Statements and Exhibits**

(d) The following documents are filed as exhibits to this report:

| <b>Item No.</b> | <b>Exhibit</b>                                                                    |
|-----------------|-----------------------------------------------------------------------------------|
| 99.1            | Press Release issued by Nature's Sunshine Products, Inc., dated December 13, 2012 |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 18, 2011

**NATURE S SUNSHINE PRODUCTS, INC.**

By:

/s/ Stephen M. Bunker  
Stephen M. Bunker  
Executive Vice President, Chief Financial Officer  
and Treasurer