

NATURAL HEALTH TRENDS CORP

Form 4

February 22, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Jane Eleanor Broady 2012
Irrevocable Trust

2. Issuer Name and Ticker or Trading Symbol
NATURAL HEALTH TRENDS CORP [NHTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
751 CANYON DRIVE, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/11/2012

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

COPPELL, TX 75019

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

6. Individual or Joint/Group Filing(Check Applicable Line)
____ 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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---|--------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 06/11/2014 | | G | | | 20,000 | D | \$ 0 | 2,399,750 | D | |
| Common Stock | 09/03/2014 | | G | | | 4,250 | D | \$ 0 | 2,395,500 | D | |
| Common Stock | 09/29/2014 | | G | | | 35,000 | D | \$ 0 | 2,360,500 | D | |
| Common Stock | 11/18/2014 | | C | | | 61,693 | A | Ⓣ | 2,422,193 | D | |
| Common Stock | 12/03/2014 | | D | | | 14,565 | D | \$ 13.23 | 2,407,628 | D | |

Edgar Filing: NATURAL HEALTH TRENDS CORP - Form 4

| | | | | | | | |
|--------------|------------|---|--------|---|----------|-----------|---|
| Common Stock | 02/18/2015 | G | 2,500 | D | \$ 0 | 2,405,128 | D |
| Common Stock | 04/14/2015 | G | 10,000 | D | \$ 0 | 2,395,128 | D |
| Common Stock | 05/20/2015 | S | 4,745 | D | \$ 33 | 2,390,383 | D |
| Common Stock | 05/21/2015 | S | 75,081 | D | \$ 30.16 | 2,315,302 | D |
| Common Stock | 05/21/2015 | S | 50,000 | D | \$ 33.2 | 2,265,302 | D |
| Common Stock | 05/22/2015 | S | 20,174 | D | \$ 34.71 | 2,245,128 | 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 number.

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 Acquired (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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Series A Convertible Stock | (1) | 11/18/2014 | | C | 61,693 | (1) (1) | Common Stock | 61,693 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Jane Eleanor Broady 2012 Irrevocable Trust 751 CANYON DRIVE, SUITE 100 COPPELL, TX 75019 | | X | | |
| Steinbrunner Magdalena | | X | | |

751 CANYON DRIVE, SUITE 100
COPPELL, TX 75019

Broady George Vincent
751 CANYON DRIVE, SUITE 100 X
COPPELL, TX 75019

Broady John Marvin
751 CANYON DRIVE, SUITE 100 X
COPPELL, TX 75019

Signatures

/s/ Magdalena Steinbrunner, by power of attorney 02/22/2016

__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).

Conversion, exempt pursuant to Rule 16b-6, of Series A Convertible Preferred Stock into NHTC Common Stock on a 1-for-1 basis; the Series A Convertible Preferred Stock had no expiration date. The Series A Convertible Preferred Stock was subject to mandatory conversion because the average closing price of NHTC Common Stock over a consecutive 6-month period equaled or exceeded \$10.00 per share.

Remarks:

Magdalena Steinbrunner, Geoge Vincent Broady and John Marvin Broady are no longer subject to Section 16 but The Jane El
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.