

NATURAL ALTERNATIVES INTERNATIONAL INC

Form 4

November 26, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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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 \*  
LEDOUX MARK A2. Issuer Name and Ticker or Trading  
Symbol  
NATURAL ALTERNATIVES  
INTERNATIONAL INC [NAII]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

1185 LINDA VISTA DRIVE

(Street)

SAN MARCOS, CA 92078

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/24/20144. If Amendment, Date Original  
Filed(Month/Day/Year)☐ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)  
CEO/Chairman6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)                        |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|------------------------------------------------------------------------------------------|
| Common<br>Stock                       | 11/24/2014                              |                                                             | G                                    | 5,000 D                                                                    | 219,686                                                                                                            | D                                                                    |                                                                                          |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 30,000                                                                                                             | I                                                                    | By Self as<br>Trustee for<br>the LeDoux<br>Family Trust<br>U/D/T<br>December<br>21, 1992 |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 557,851                                                                                                            | I                                                                    | By LeDoux<br>Family<br>Limited                                                           |

|              |        |   |                                                    |
|--------------|--------|---|----------------------------------------------------|
| Common Stock | 41,416 | I | Partnership<br>By IRA                              |
| Common Stock | 7,200  | I | By Self as Custodian for Marcelle Jeannette LeDoux |
| Common Stock | 800    | I | By Self as Custodian for Jean-Marc Emile LeDoux    |
| Common Stock | 28,000 | I | By 401 (K)                                         |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                                                      |

## Reporting Owners

| Reporting Owner Name / Address          | Relationships |           |              |       |
|-----------------------------------------|---------------|-----------|--------------|-------|
|                                         | Director      | 10% Owner | Officer      | Other |
| LEDOUX MARK A<br>1185 LINDA VISTA DRIVE | X             | X         | CEO/Chairman |       |

SAN MARCOS, CA 92078

## Signatures

/s/ Kenneth E Wolf on behalf of Mr LeDoux pursuant to a Power of Attorney

11/25/2014

\_\_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) This transaction represents a donation of shares to a private institution.

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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