

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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<b>1. Name and Address of Reporting Person*</b> <u>CONLEE ROBERT S</u>  (Last) (First) (Middle) <u>C/O NU SKIN ENTERPRISES, INC.</u> <u>75 WEST CENTER STREET</u>  (Street) <u>PROVO UT 84601</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>NU SKIN ENTERPRISES INC [ NUS ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, North Asia &amp; Japan</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>02/28/2005</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> 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 (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			
Class A Common Stock								198 <sup>(1)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy) <sup>(2)</sup>	\$6.56							08/31/2001 <sup>(3)</sup>	08/31/2010	Class A Common Stock	6,250	6,250 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$8.2							02/28/2002 <sup>(3)</sup>	02/28/2011	Class A Common Stock	3,125	3,125 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$12.45							04/19/2003 <sup>(4)</sup>	08/31/2011	Class A Common Stock	6,250	6,250 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$12.45							04/19/2003 <sup>(3)</sup>	04/19/2012	Class A Common Stock	6,250	6,250 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$12							09/03/2003 <sup>(3)</sup>	09/03/2012	Class A Common Stock	9,375	9,375 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$9.04							03/10/2004 <sup>(3)</sup>	03/10/2013	Class A Common Stock	9,375	9,375 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$10.52							07/24/2004 <sup>(3)</sup>	07/24/2013	Class A Common Stock	75,000	75,000 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$17.04							07/24/2004 <sup>(3)</sup>	11/26/2013	Class A Common Stock	100,000	100,000 <sup>(1)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy) <sup>(2)</sup>	\$19.15							02/27/2005 <sup>(3)</sup>	02/27/2014	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$26.13							09/01/2005 <sup>(3)</sup>	09/01/2014	Class A Common Stock	17,500		17,500 <sup>(1)</sup>	D	
Employee Stock Option (right to buy)	\$22.33	02/28/2005		A		17,500		02/28/2006 <sup>(3)</sup>	02/28/2015	Class A Common Stock	17,500	<sup>(5)</sup>	17,500 <sup>(1)</sup>	D	

**Explanation of Responses:**

1. Represents number of shares beneficially owned as of February 28, 2005.
2. Previously Reported
3. Becomes exercisable in four equal annual installments beginning on the date indicated.
4. 75% is currently exercisable, and 25% becomes exercisable on 08/31/2005. Issued as part of an Option Exchange Offer.
5. Price not applicable.

**Remarks:**

D. Matthew Dorny as Attorney-in-Fact for Robert S. Conlee 03/02/2005

\*\* Signature of Reporting Person                      Date

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

\* 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).

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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