

Guest Kevin  
Form 4  
November 01, 2010

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

OMB APPROVAL

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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 \*  
Guest Kevin

2. Issuer Name and Ticker or Trading Symbol  
USANA HEALTH SCIENCES INC  
[USNA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3838 WEST PARKWAY BLVD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/28/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Marketing Officer

SALT LAKE CITY, UT 84120

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 10/28/2010                           |  | M                              | 24,862 (1) A \$ 26.06   | 24,862  | D  |   |
| Common Stock                    | 10/28/2010                           |  | S                              | 24,862 D \$ 44.79 (2)   | 0   | D  |   |
| Common Stock                    | 10/28/2010                           |  | M                              | 3,721 (1) A \$ 37.6   | 3,721   | D  |   |
| Common Stock                    | 10/28/2010                           |  | S                              | 3,721 D \$ 44.79 (2)  | 0   | D  |   |
|                                 | 10/28/2010                           |  | M                              | A   | 1,159   | D  |   |

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|              |            |   |  |   |                     |    |       |          |
|--------------|------------|---|--|---|---------------------|----|-------|----------|
| Common Stock |            |   |  |   | 1,159<br><u>(1)</u> | \$ | 40.59 |          |
| Common Stock | 10/28/2010 | S |  | D | 1,159               | \$ | 44.79 | 0 D      |
| Common Stock | 10/29/2010 | M |  | A | 36,000              | \$ | 30.36 | 36,000 D |
| Common Stock | 10/29/2010 | S |  | D | 36,000              | \$ | 44.57 | 0 D      |

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

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(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 Security (Instr. 3 and 4) | Amount or Number of Shares |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |        |
| Stock Options (right to buy)               | \$ 30.36   | 10/29/2010                           |  | M                              | 36,000  | 02/18/2005   | 02/18/2014  | Common Stock               | 36,000 |
| Stock Appreciation Rights                  | \$ 37.6  | 10/28/2010                           |  | M                              | 24,000  | 04/26/2007   | 10/24/2011  | Common Stock               | 24,000 |
| Stock-Settled Stock Appreciation Rights    | \$ 40.59   | 10/28/2010                           |  | M                              | 13,200  | 04/19/2008   | 10/19/2012  | Common Stock               | 13,200 |
| Stock-Settled Stock Appreciation Rights    | \$ 26.06   | 10/28/2010                           |  | M                              | 60,000  | 07/21/2009   | 01/21/2014  | Common Stock               | 60,000 |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| Guest Kevin<br>3838 WEST PARKWAY BLVD<br>SALT LAKE CITY, UT 84120 |               |           | Chief Marketing Officer |       |

## Signatures

James Bramble, as attorney  
in fact

11/01/2010

\_\_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) The shares acquired resulted from the reporting person's settlement of the stock-settled stock appreciation rights disclosed in Table II.
  - (2) Weighted Average Price. Price Range was \$44.55 to \$44.98.

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.