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): May 10, 2004

MANNATECH, INCORPORATED

(Exact Name of Registrant as Specified in its Charter)

Texas (State or other Jurisdiction of

000-24657 (Commission File Number) 75-2508900 (I.R.S. Employer Identification No.)

Incorporation or Organization)

600 S. Royal Lane, Suite 200

Coppell, Texas 75019

(Address of Principal Executive Offices, including Zip Code)

Registrant s Telephone Number, including Area Code: (972) 471-7400

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Item 12. Results of Operations and Financial Condition

On May 10, 2004, Mannatech, Incorporated, a Texas corporation, issued a press release announcing its financial and operating results for the first quarter ended March 31, 2004. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

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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.

MANNATECH, INCORPORATED

Dated: May 11, 2004 /s/ Stephen D. Fenstermacher

Name: Stephen D. Fenstermacher Title: Chief Financial Officer

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EXHIBIT INDEX

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Number Exhibit

99.1* Press release dated May 10, 2004 entitled Mannatech Reports Continued Growth in Revenues.

^{*}Filed herewith.