

NU SKIN ENTERPRISES INC  
Form POS AM  
January 16, 2008

As filed with the Securities and Exchange Commission on January 16, 2008

Registration No. 333-123469

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

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POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF  
1933

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**NU SKIN ENTERPRISES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**87-0565309**

(I.R.S. Employer Identification Number)

**75 West Center Street  
Provo, Utah 84601  
(801) 345-1000**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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**M. Truman Hunt  
Chief Executive Officer  
Nu Skin Enterprises, Inc.  
75 West Center Street  
Provo, Utah 84601  
(801) 345-1000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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*With copies to:*

**D. Matthew Dorny, Esq.  
Nu Skin Enterprises, Inc.  
75 West Center Street  
Provo, Utah 84601  
(801) 345-1000**

**Kevin P. Kennedy, Esq.  
Simpson Thacher & Bartlett LLP  
2550 Hanover Street  
Palo Alto, California 94304  
(650) 251-5000**

**RECENT EVENTS: DEREGISTRATION**

The Registrant registered 2,000,000 shares of its Class A common stock, par value \$0.001 per share (the "Common Stock"), under the Registration Statement filed with the Securities and Exchange Commission on March 21, 2005 (Registration No. 333-123469) (the "Registration Statement"). Pursuant to an amended and restated registration rights agreement dated as of September 18, 2003, entered into among the Registrant, Sandra N. Tillotson, The Sandra N. Tillotson Family Trust and the purchasers signatory thereto (filed as Exhibit 4.6 to the Registration Statement), the Registrant's obligation to maintain the effectiveness of the Registration Statement has expired. Accordingly, pursuant to an undertaking made in Item 17 of the Registration Statement, the Registrant hereby removes the Common Stock from registration.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Provo, State of Utah, on the dates noted below.

**NU SKIN ENTERPRISES, INC.**

By: /s/ M. TRUMAN HUNT

Name: M. Truman Hunt

Title: Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* M. Truman Hunt	Chief Executive Officer and Director (Principal Executive Officer)	December 5, 2007
* Ritch N. Wood	Chief Financial Officer (Principal Financial and Accounting Officer)	December 5, 2007
* Blake M. Roney	Chairman of the Board	December 5, 2007
* Sandra N. Tillotson	Director	December 5, 2007
* Daniel W. Campbell	Director	December 5, 2007
* E.J. "Jake" Garn	Director	December 5, 2007
* Andrew D. Lipman	Director	December 5, 2007
/s/ PATRICIA NEGRON Patricia Negron	Director	November 27, 2007
/s/ STEVEN J. LUND Steven J. Lund	Director	December 5, 2007
/s/ CHRISTINE M. DAY Christine M. Day	Director	December 5, 2007
/s/ DESMOND C. WONG Desmond C. Wong	Director	November 30, 2007
*By: /s/ M. TRUMAN HUNT M. Truman Hunt Attorney-In-Fact		