

NATURAL HEALTH TRENDS CORP

Form 4

January 22, 2015

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 *
BROADY GEORGE K

2. Issuer Name and Ticker or Trading Symbol
NATURAL HEALTH TRENDS CORP [NHTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
751 CANYON DRIVE, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2014

Director 10% Owner
 Officer (give title below) Other (specify below)

COPPELL, TX 75019

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 | | 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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|---------------------|---|---|------------|---|--|-----------------------------------|---------------------------------|
| | | | Code | V | Amount | (A) or (D) | | | | Price |
| Common Stock | 11/14/2014 | | I | | 29,750 | D | \$ 12 | 3,288,179 | D | Beneficial Ownership (Instr. 4) |
| Common Stock | 11/21/2014 | | I | | 26,656 | D | \$ 12.1 | 3,261,523 | D | Beneficial Ownership (Instr. 4) |
| Common Stock | 12/03/2014 | | I | | 14,565 | D | \$ 13.23 | 3,246,958 | D | Beneficial Ownership (Instr. 4) |
| Common Stock | 12/08/2014 | | I | | 18,298 | D | \$ 13.71 | 3,228,660 | D | Beneficial Ownership (Instr. 4) |
| Common Stock | 12/15/2014 | | I | | 21,125 | D | \$ 12.44 | 3,207,535 | D | Beneficial Ownership (Instr. 4) |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|------------|-----------|---|-------------------|
| Common Stock | 12/22/2014 | | I | 9,553 | D | \$ 11.95 | 3,197,982 | D | |
| Common Stock | 01/16/2015 | | S | 5,300 | D | \$ 12.286 | 3,192,682 | D | |
| Common Stock | 01/20/2015 | | S | 4,800 | D | \$ 12.4679 | 3,187,882 | D | |
| Common Stock | 01/20/2015 | | A | 2,714 | A | \$ 12.28 | 3,190,596 | D | |
| Common Stock | | | | | | | 575,298 | I | See footnotes (1) |

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 (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BROADY GEORGE K 751 CANYON DRIVE, SUITE 100 COPPELL, TX 75019 | X | X | | |

Signatures

/s/ George K.
Broady

01/22/2015

__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) Through George K. Broady 2012 Irrevocable Trust, of which Mr. Broady is the trustee and a beneficiary.

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.