

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):
October 18, 2005

USANA HEALTH SCIENCES, INC.

(Exact name of registrant as specified in its charter)

Commission File No. 0-21116

Utah 87-0500306

(State or other jurisdiction of (IRS Employer Identification
incorporation) Number)

3838 West Parkway Boulevard
Salt Lake City, Utah 84120
(Address of principal executive offices, Zip Code)

Registrant's telephone number, including area code: (801) 954-7100

Former name or former address, if changed since last report: Not Applicable

Check the appropriate box below if the Form 8-K filing is intended to
simultaneously satisfy the filing obligation of the registrant under any of the
following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR
230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR
240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange
Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange
Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On October 18, 2005, USANA Health Sciences, Inc. issued a press release
announcing its financial results for the third quarter ended October 1, 2005.
The release also announced that executives of the company would discuss these
results with investors on a conference call broadcast over the World Wide Web
and by telephone and provided access information, dates and times for the
conference call. A copy of the press release is furnished herewith as Exhibit 99
to this Current Report on Form 8-K and is incorporated herein by reference. The

company will also post this document on its corporate website,
www.usanahealthsciences.com, under the "investors" link.

The information in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended. The furnishing of the information in this Current Report is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information this Current Report contains is material investor information that is not otherwise publicly available.

Item 9.01 Financial Statements and Exhibits (furnished herewith)

(d) Exhibits

Exhibit 99 Press release issued by USANA Health Sciences, Inc. dated
October 18, 2005

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SIGNATURES

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.

USANA HEALTH SCIENCES, INC.

By: /s/ Gilbert A. Fuller

Gilbert A. Fuller, Chief Financial
Officer

Date: October 18, 2005

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USANA Announces Strong Third Quarter Financial Results; Net Sales Grow 20 Percent; Earnings Per Share up 31 Percent

SALT LAKE CITY--(BUSINESS WIRE)--Oct. 18, 2005--USANA Health Sciences Inc. (NASDAQ: USNA) today announced strong financial results for the third fiscal quarter of 2005 (ended Oct. 1, 2005). The company achieved record net sales of \$82.2 million, representing growth of 20% in the third quarter, compared with \$68.7 million in the third quarter of 2004. These third quarter results were driven both by strong net sales growth in the United States and year-over-year net sales growth in all but one of the company's 12 markets.

Earnings from operations in the third quarter of 2005 grew 20.4% to \$14.6 million, or 17.8% of net sales, compared with \$12.1 million, or 17.7% of net sales, in the third quarter of 2004. The company achieved record net earnings in the third quarter of 2005 of \$10.0 million, an increase of 25.6%, compared with net earnings of \$8.0 million in the third quarter of 2004. Earnings per share in the third quarter of 2005 increased to \$0.51 per share, an increase of 31%, compared with \$0.39 per share in the third quarter of 2004. During the third quarter of 2005, the company's estimated tax rate was adjusted on a year-to-date basis to 34%, which is lower than the 35% tax rate that the company had previously forecasted for the full year. This lower tax rate increased earnings per share in the quarter by approximately \$0.02 per share.

For the nine-month period ended Oct. 1, 2005, net sales were \$240.8 million, an increase of 21.8%, compared with \$197.7 million in the comparable period of 2004. Earnings from operations for the first nine months of 2005 were \$42.9 million, an increase of 31.5%, compared with \$32.6 million in the comparable period of 2004. The company achieved net earnings in the first nine months of 2005 of \$28.5 million, an increase of 31.9%, compared with net earnings of \$21.6 million in the comparable period of 2004. Earnings per share increased 37.1% in the first nine months of 2005 to \$1.44, compared with \$1.05 in the comparable period of 2004.

"During the third quarter, we continued to grow sales and earnings, driven partially by the strength of our sold-out Annual International Convention in September," said Dave Wentz, president of USANA. "During the convention, we introduced several new products and sales tools, including our RESET(TM) Weight Management Program, which were well received by our Associates. In addition to RESET, we introduced a variety of other products and sales tools, including Nutrimeal(TM) sampling packs, a True Health DVD, and a reformulation of our Usanimals(TM) children's vitamins.

"Buoyed by the success of the convention, U.S. sales, which represented nearly 43% of total sales, grew 22% compared with last year," continued Wentz. "In addition, our year-over-year sales grew in all but one of our markets, and we achieved double-digit growth in many of our markets. Mexico remained a strong performer during the quarter, with sales growth of 52%, compared with last year. Although the third quarter is typically our slowest quarter of the year, the number of active Associates increased by 14.4% year over year to 127,000."

Gilbert A. Fuller, USANA's chief financial officer, said, "We achieved another quarter of strong sales and earnings growth that was driven by continued growth in our existing markets. Although our third quarter is customarily our weakest quarter, our sales increased slightly on a sequential basis and net earnings grew by 5%.

"To update our guidance," Fuller continued, "we expect our net sales in the fourth quarter of 2005 to be \$86 million to \$88 million, an increase of as much as 17.2%, compared with \$75.1 million in the fourth quarter of last year. We also expect our earnings per share in the fourth quarter of 2005 to be \$0.50 to \$0.52. These estimates are based on our assumption that we will obtain approval to open our planned new market in the fourth quarter of 2005. As a result, we believe our net sales for the full year will be between \$327 million and \$329 million. This represents full-year sales growth between 20% and 21%, compared with 2004. Finally, we now believe our earnings per share for 2005 will be between \$1.94 and \$1.96, representing growth of 28% to 30%, compared with 2004.

"Looking ahead to 2006, we expect to grow net sales between 15% and 20%, and earnings per share between 15% and 20%. This earnings per

share estimate assumes a tax rate for 2006 of 35.5%, but excludes an estimated \$0.10 per share reduction due to the required expensing of stock options beginning in 2006," concluded Fuller.

USANA will hold a conference call and webcast to discuss this announcement with investors on Wednesday, Oct. 19, 2005, at 11 a.m. EDT. Investors may listen to the call by accessing USANA's Web site at <http://www.usanahealthsciences.com> and by clicking on the "Investors" icon.

About USANA

USANA develops and manufactures high-quality nutritionals, personal care, and weight management products that are sold directly to Preferred Customers and Associates throughout the United States, Canada, Australia, New Zealand, Hong Kong, Japan, Taiwan, South Korea, Singapore, Mexico, the Netherlands and the United Kingdom. More information on USANA can be found at <http://www.usanahealthsciences.com>.

Safe Harbor

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act. Actual results could differ materially from those projected in these forward-looking statements, which involve a number of risks and uncertainties, including reliance upon our network of independent Associates, the governmental regulation of our products, manufacturing and marketing risks, and uncertainties associated with our planned international expansion. The contents of this release should be considered in conjunction with the risk factors, warnings, and cautionary statements that are contained in our most recent filings with the Securities and Exchange Commission.

USANA Health Sciences Inc.
Consolidated Statements of Earnings
(in thousands, except per share data)

	Quarter Ended		Nine Months Ended	
	2-Oct-04	1-Oct-05	2-Oct-04	1-Oct-05
	-----		-----	
	(Unaudited)		(Unaudited)	
Net sales	\$ 68,673	\$ 82,225	\$ 197,694	\$ 240,818
Cost of sales	16,732	19,760	47,985	57,269
	-----		-----	
Gross profit	51,941	62,465	149,709	183,549
Operating expenses				
Associate incentives	26,210	32,545	75,378	94,006
Selling, general and administrative	13,141	14,756	40,059	44,773
Research and development	450	551	1,635	1,839
	-----		-----	
Earnings from operations	12,140	14,613	32,637	42,931
Other income (expense)	(513)	172	(365)	270
	-----		-----	
Earnings before income taxes	11,627	14,785	32,272	43,201
Income taxes	3,631	4,743	10,650	14,688
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NET EARNINGS	\$ 7,996	\$ 10,042	\$ 21,622	\$ 28,513
	=====		=====	

Earnings per share -

diluted	\$ 0.39	\$ 0.51	\$ 1.05	\$ 1.44
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Weighted average shares outstanding - diluted	20,296	19,755	20,557	19,849
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USANA Health Sciences Inc.
Consolidated Balance Sheets
(in thousands)

	As of 1-Jan-05	As of 1-Oct-05

(Unaudited)		
ASSETS		
Cash and cash equivalents	\$ 15,067	\$ 31,321
Inventories	17,722	25,518
Other current assets	8,034	6,611

Total current assets	40,823	63,450
Property and equipment, net	23,194	22,737
Goodwill	5,690	5,690
Other assets	1,957	2,864

Total assets	\$ 71,664	\$ 94,741
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LIABILITIES AND STOCKHOLDERS'
EQUITY

Accounts payable	\$ 5,106	\$ 6,938
Other current liabilities	17,644	19,308

Total current liabilities	22,750	26,246
Other long-term liabilities	1,071	1,495
Stockholders' equity	47,843	67,000

Total liabilities and stockholders' equity	\$ 71,664	\$ 94,741
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USANA Health Sciences Inc.
Sales by Market
(in thousands)

Region	Quarter Ended			
	2-Oct-04		1-Oct-05	
	-----		-----	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
United States	\$ 28,827	42.0%	\$ 35,181	42.8%
Canada	12,553	18.3%	15,231	18.5%
Australia-New Zealand	9,056	13.2%	11,341	13.8%
Hong Kong	2,837	4.1%	2,971	3.6%
Japan	2,356	3.4%	2,562	3.1%
Taiwan	3,903	5.7%	4,885	6.0%
Korea	1,366	2.0%	1,250	1.5%
Singapore	2,678	3.9%	3,680	4.5%
Mexico	2,268	3.3%	3,449	4.2%
Wasatch	2,829	4.1%	1,675	2.0%

\$ 68,673	100.0%	\$ 82,225	100.0%
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Active Associates by Market

Region	As of			
	2-Oct-04		1-Oct-05	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
United States	43,000	38.8%	50,000	39.4%
Canada	21,000	18.9%	21,000	16.5%
Australia-New Zealand	14,000	12.6%	16,000	12.6%
Hong Kong	5,000	4.5%	4,000	3.1%
Japan	5,000	4.5%	4,000	3.1%
Taiwan	8,000	7.2%	13,000	10.3%
Korea	3,000	2.7%	2,000	1.6%
Singapore	6,000	5.4%	9,000	7.1%
Mexico	6,000	5.4%	8,000	6.3%
	111,000	100.0%	127,000	100.0%

Active Preferred Customers by Market

Region	As of			
	2-Oct-04		1-Oct-05	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
United States	36,000	60.0%	43,000	63.2%
Canada	16,000	26.6%	17,000	25.0%
Australia-New Zealand	5,000	8.3%	6,000	8.8%
Hong Kong	1,000	1.7%	(a)	0.0%
Japan	(a)	0.0%	1,000	1.5%
Taiwan	1,000	1.7%	(a)	0.0%
Korea	(a)	0.0%	(a)	0.0%
Singapore	(a)	0.0%	(a)	0.0%
Mexico	1,000	1.7%	1,000	1.5%
	60,000	100.0%	68,000	100.0%

(a) Count of Active Preferred Customers is less than 500.

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