

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

SCHEDULE 14D-9

SOLICITATION/RECOMMENDATION STATEMENT UNDER SECTION 14(d)(4)
OF THE SECURITIES EXCHANGE ACT OF 1934

USANA HEALTH SCIENCES, INC.
(Name of Subject Company)

USANA HEALTH SCIENCES, INC
(Name of Person(s) Filing Statement)

Common Stock, \$0.001 par value
(Title of Class of Securities)

90328M107
(CUSIP Number of Class of Securities)

Gilbert A. Fuller
Executive Vice President and Chief Financial Officer
USANA Health Sciences, Inc.
3838 West Parkway Boulevard
Salt Lake City, Utah 84120
Telephone: (801) 954-7100
(Name, Address and Telephone Number of
Person Authorized to Receive Notices and
Communications on Behalf of the Person(s) Filing Statement)

With a copy to:
Robert M. Mattson, Jr.
Morrison & Foerster LLP
425 Market Street
San Francisco, CA 94105-2482
(415) 268-7000

Check the box if the filing relates solely to preliminary communications
made before the commencement of a tender offer.

On May 20, 2008, USANA Health Sciences, Inc. (the "Company") issued a press release announcing that its Board of Directors has formed a Special Committee of independent directors to evaluate and respond to any offer received from Gull Holdings, Ltd. and the other tender offer participants to acquire all of the outstanding shares of the Company that Gull Holdings and the other tender offer participants do not already own, as announced in Schedule TO under Section 14d-1 or Section 13(e)(1), filed with the Securities and Exchange Commission by Gull Holdings and the other tender offer participants on May 13, 2008. A copy of the Company's press release is attached as Exhibit 99.1 to this Schedule 14D-9.

Exhibit No.	Description
99.1	Press release dated May 20, 2008.

USANA Health Sciences Board of Directors Forms a Special Committee of
Independent Directors to Review Take-Private Offer

Special Committee Retains Legal Advisor to Assist in its Review

SALT LAKE CITY--(BUSINESS WIRE)--May 20, 2008--USANA Health Sciences, Inc. (NASDAQ: USNA) today announced that its Board of Directors have formed a Special Committee of independent directors to evaluate an offer expected to be made by Gull Holdings, Ltd. and others to acquire all of the outstanding shares of USANA common stock not already owned by Gull Holdings and the other tender offer participants at a cash purchase price of \$26.00 per share. Gull Holdings and others indicated their intent to make such an offer on a Schedule TO filed with the Securities and Exchange Commission (SEC) on May 13, 2008. No offer had been commenced as of the time of this press release.

The Special Committee has retained Morrison & Foerster LLP as its legal advisor to assist in its evaluation of the proposed offer. The Special Committee is also in the process of identifying and retaining a financial advisor to assist with its evaluation of the proposed offer. Neither USANA nor the Special Committee plan to update the market with any further comments relating to the proposed offer until after the tender offer has been issued and the relevant evaluation has been performed.

If a tender offer for USANA's common stock is commenced, shareholders are urged to read USANA's solicitation/recommendation statement on Schedule 14D-9, which would be filed with the SEC, because it will contain important information. Shareholders can obtain a free copy of the solicitation/recommendation statement and any amendments to that statement, if and when available, and all other filings by USANA with the SEC at www.sec.gov.

About USANA

USANA develops and manufactures high quality nutritional, 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, Malaysia, 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, including but not limited to statements regarding the proposed tender offer and the Company's and the Special Committee's intentions with respect to any such tender offer. Our 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, adverse publicity risks, and risks associated with our 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.

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or

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