| FORM 4               |
|----------------------|
| Check this box if no |

(Print or Type Responses)

| Check this box if no  |
|-----------------------|
| longer subject to     |
| Section 16. Form 4 or |
| Form 5 obligations    |
| may continue. See     |
| Instruction 1(b).     |

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of<br>Yates Jeffrey | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>USANA HEALTH SCIENCES INC [USNA] |  |  |            |  |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner |   |  |  |                         |
|---|--|--|--|------------|--|---|--|---|--|--|-------------------------|
| 3838 WEST PARK                          | WAY BLVD.  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/28/2010<br>X Officer (give tile below)<br>Chief Financial Officer |            |  |   |  |   | w)   |  |                         |
| SALT LAKE CITY                          | (Street)<br>7, UT 84120  | 4  | 4. If Amendment, Date Original Filed(Month/Day/Year)   |            |  |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>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<br>(Instr. 3)       |  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)  | (Instr. 8) |  | 4. Securi<br>(A) or D<br>(Instr. 3,<br>Amount | 4 and<br>(A)<br>or   | d of (D)  | Owned Following Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Beneficial<br>Ownership |
| Common Stock                            |  | 10/28/2010                                 |  | М          |  | 12,430<br>(1)                                 | А  | \$<br>26.06   | 12,430   | D  |                         |
| Common Stock                            |  | 10/28/2010                                 |  | S          |  | 12,430  | D  | \$<br>44.81<br><u>(2)</u>   | 0  | D  |                         |

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 SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|             |   | (e.g., puts, calls, warrants, options, convertible securities)   |  |  |  |  |  |   |  |   |  |  |   |  |
|-------------|---|--|--|--|--|--|--|---|--|---|--|--|---|--|
| 2.          | <ol><li>Transaction</li></ol>                       | 3A. Deemed   | 4.   |  | 5. N   | lumber   | 6. Date Exerc  | isable and  | 7. Title and   |   | 8. Price of  | 9. Number of   | 10.   | 11. Nature   |
| Conversion  | Date  | Execution Date, if   | Transact   | ion  | of   |  | Expiration Da  | ite   | Amount of  |   | Derivative   | Derivative   | Ownership   | of Indirect  |
| or Exercise | (Month/Day/Year)                                    | any  | Code   |  | Derivative   |  | (Month/Day/Y   | Year)   | Underlying   |   | Security   | Securities   | Form of   | Beneficial   |
| Price of    |   | (Month/Day/Year)   | (Instr. 8)   |  | Sec  | urities  | ties   |   | Securities   |   | (Instr. 5)   | Beneficially   | Derivative  | Ownership  |
| Derivative  |   |  |  |  | Acquired   |  | (Instr. 3 and 4)   |   |  | Owned   | Security:  | (Instr. 4)   |   |  |
| Security    |   |  |  |  |  | (A) or   |  |   |  |   | Following  | Direct (D)   |   |  |
|             |   |  |  |  | Disposed of  |  |  |   |  | Reported  | or Indirect  |  |   |  |
|             |   |  |  |  | (D)  |  |  |   |  |   |  |  |   |  |
|             |   |  |  |  |  |  |  |   |  | (Instr. 4)  | (Instr. 4)   |  |   |  |
|             |   |  |  |  | and 5)   |  |  |   |  |   |  |  |   |  |
|             |   |  |  |  |  |  |  |   |  | Amount  |  |  |   |  |
|             |   |  |  |  |  |  | Data   | Emination   |  | or  |  |  |   |  |
|             |   |  |  |  |  |  |  | -   | Title  | Number  |  |  |   |  |
|             |   |  |  |  |  |  | Exercisable  | Date  |  | of  |  |  |   |  |
|             |   |  | Code   | V  | (A)  | (D)  |  |   |  | Shares  |  |  |   |  |
|             |   |  |  |  |  |  |  |   |  |   |  |  |   |  |
|             |   |  |  |  |  |  |  |   |  |   |  |  |   |  |
| \$ 26.06    | 10/28/2010  |  | м  |  |  | 20.000   | 07/21/2000   | 01/21/2014  | Common   | 20.000  | ¢ O  | 45.000   | D   |  |
|             | 10/28/2010  |  | IVI  |  |  | 30,000   | 0//21/2009   | 01/21/2014  | Stock  | 30,000  | \$0  | 45,000   | D   |  |
| on          |   |  |  |  |  |  |  |   | 2.000  |   |  |  |   |  |
|             |   |  |  |  |  |  |  |   |  |   |  |  |   |  |
| i           | Conversion<br>or Exercise<br>Price of<br>Derivative | Conversion Date<br>or Exercise (Month/Day/Year)<br>Price of<br>Derivative<br>Security<br>\$ 26.06 10/28/2010 | Conversion or Exercise       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)         Price of Derivative Security       (Month/Day/Year)       (Month/Day/Year)         \$ 26.06       10/28/2010       10/28/2010 | Conversion or Exercise (Month/Day/Year)       Execution Date, if Ocde       Transact Code         Price of Derivative Security       Month/Day/Year)       Month/Day/Year)       Instrumentary         Visual Action of Derivative Security       Month/Day/Year)       Code       Code         Security       Month/Day/Year)       Month/Day/Year)       Month/Day/Year)         Month/Day/Year)       Month/Day/Year)       Month/Day/Year) | Conversion or Exercise (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)         Price of Derivative Security       Month/Day/Year)       Month/Day/Year)       Month/Day/Year)         \$ 26.06       10/28/2010       M | Conversion or Exercise (Month/Day/Year)<br>Price of Derivative Security Security Security 100 Code 100 C | Conversion or Exercise       Date (Month/Day/Year)       Execution Date, if any       Transaction Code (Code (Instr. 8))       Derivative Securities         Price of Derivative Security       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       Securities (Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)         *       *       Code       V       (A)       (D)         *       *       Code       V       (A)       (D)         *       *       *       Code       V       (A)       (D)         * | Conversion or Exercise       Date (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction Code (Instr. 8)       Derivative Securities (Month/Day/Year)         Price of Derivative Security       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       Securities (Month/Day/Year)         Month/Day/Year)       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       Securities (Month/Day/Year)         Security       Code       (Month/Day/Year)       (Month/Day/Year)       Date (Month/Day/Year)         Security       Code       V       (A)       (D)         Securities       Code       V       (A)       (D)         Securities       M       30,000       07/21/2009 | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       Transaction<br>Code<br>(Instr. 8)       of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Expiration Date<br>(Month/Day/Year)         \$ 26.06       10/28/2010       M       A       J       Date<br>Expiration Date | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any       Transaction<br>Code       of<br>Derivative<br>(Instr. 8)       Expiration Date<br>(Month/Day/Year)       Amount of<br>Underlying<br>Securities<br>(Instr. 3, 4,<br>and 5)         Security       Security       Securities       Securities       Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Date       Expiration<br>(Month/Day/Year)       Securities         Security       Code       V       (A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Date       Expiration<br>Date       Title         Security       Securities       M       Securities       Securities       Common         Security       Securities       M       Securities       Securities       Common | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       Transaction<br>Code<br>(Instr. 8)       of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Expiration Date<br>(Month/Day/Year)       Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4)         *       *       *       *       *       *       *       *       *       *       *       *         * | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       Transaction<br>Code<br>(Instr. 8)       of<br>Derivative<br>Securites<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Expiration Date<br>(Month/Day/Year)       Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4)       Derivative<br>Securities<br>(Instr. 3 and 4)         * | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       Transaction<br>Code<br>(Instr. 8)       of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Expiration Date<br>(Month/Day/Year)       Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4)       Derivative<br>Securities<br>(Instr. 3 and 4)       Derivative<br>Securities<br>(Instr. 3 and 4)       Derivative<br>Securities       Derivative<br>Securities         Security       Security       Month/Day/Year)       Transaction<br>(D)<br>(Instr. 3, 4,<br>and 5)       Derivative<br>Securities       Expiration<br>Date       Amount of<br>Underlying       Derivative<br>Securities       Securities<br>(Instr. 3 and 4)       Derivative<br>Securities         Security       Code       V       V       Anount<br>O       Transaction (s)<br>(Instr. 4)       Transaction (s)<br>Number<br>of<br>Shares         S 26.06       10/28/2010       M       M       J 30,000       07/21/2009       01/21/2014       Common<br>Common       30,000       \$ 0       45,000 | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security       Date<br>(Month/Day/Year)       Execution Date, if<br>any<br>(Month/Day/Year)       Transaction<br>Code<br>(Instr. 8)       of<br>Derivative<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Expiration Date<br>(Month/Day/Year)       Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4)       Derivative<br>Securities<br>(Instr. 5)       Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transactions()<br>(Instr. 4)       Ownership<br>Form of<br>Derivative<br>Securities<br>(Instr. 3 and 4)         \$ 26.06       10/28/2010       M       M       Image: Society of<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5)       Date<br>Expiration<br>Date<br>Exercisable       Expiration<br>Date       Title       Amount<br>or<br>Number<br>of<br>Shares       Derivative<br>Securities<br>(Instr. 4)       Ownership<br>Form of<br>Derivative<br>Securities<br>(Instr. 4) |

# **Reporting Owners**

| Denseting Orene News / Address                                       | Relationships |           |                         |       |  |  |  |  |
|--|---------------|-----------|-------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address                                       | Director      | 10% Owner | Officer                 | Other |  |  |  |  |
| Yates Jeffrey<br>3838 WEST PARKWAY BLVD.<br>SALT LAKE CITY, UT 84120 |               |           | Chief Financial Officer |       |  |  |  |  |

# Signatures

 James Bramble, as attorney in fact
 11/01/2010

 \*\*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) The shares acquired resulted from the reporting person's settlement of the stock-settled stock appreciation rights desclosed in Table II.

(2) Weighted Average Price. Price Range was \$44.55 to \$44.98.

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.