## FORM 4

(Print or Type Responses)

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

OMB APPROVAL
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hours per response... 0.5

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *- COOPER FRED W				2. Issuer Name and Ticker or Trading Symbol USANA HEALTH SCIENCES INC [USNA]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
PARKWA	Y BLVD		3. Date of Earliest Transaction (Month/Day/Year) 07/21/2008						X Officer (give title below) Other (specify below) President and COO						
(Street) SALT LAKE CITY, UT 84120				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person				
	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
(Instr. 3)		2. Transaction Date (Month/Day/Year)	ear) any		ate, if C	if Code (Instr. 8)		(A) or l (Instr. 3	Disposed of (I 3, 4 and 5) (A) or	Owned Transac (Instr. 3	Owned Following Transaction(s) (Instr. 3 and 4)		( I I (	Ownership Corm: Direct (D) or Indirect (I)	Beneficial Ownership
12	3 Transaction	1	(e.g., pu		lls, warı	ants,	curre ired, Dis options,	ntly va posed of converti	lid OMB cor f, or Benefici ble securities	ntrol numb	er.		. ,	f   10	11 Natur
	****	any	f Transaction D Code So (Instr. 8) A or of		Derivati Securitie Acquire or Dispo of (D) (Instr. 3.	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		Expiration Date of (Month/Day/Year) Se		of Underly Securities	of Underlying Securities		Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (E or Indirect	))
			Code	V	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
\$ 26.06	07/21/2008		A		165,00	0	07/21/2	2009 <mark>(1)</mark>	01/21/2014	Common	165,000	\$ 0	165,000	D	
	PARKWA CITY, UT rity  ort on a sepa  2. Conversion or Exercise Price of Derivative	PARKWAY BLVD  (Street)  E CITY, UT 84120  (State)  rity  ort on a separate line for each classes or Exercise (Month/Day/Year)  Price of Derivative	PARKWAY BLVD  (Street)  E CITY, UT 84120  (State)  (State)  (Zip)  rity  2. Transaction Date (Month/Day/Year)  ort on a separate line for each class of securities ben  Table II -  2. Coversion Or Exercise Price of Derivative  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)	PARKWAY BLVD  (Street)  (Street)  (Street)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (A. If Ame  2. Transaction Date (Month/Day/Year)  (A. If Ame  2. Transaction (Month/Day/Year)  (A. If Ame  2. Transaction Date (Month/Day/Year)  (A. If Ame  2. Transaction (Month/Day/Year)	PARKWAY BLVD  (Street)  (Street)  (Street)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (A Deemed Execution Date (Month/Day/Year)  (Conversion of Exercise Price of Derivative Security  (Month/Day/Year)  (Month/Day/Year)	PARKWAY BLVD  (Street)  (Street)  (State)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Ag., puts, calls, warr calls	PARKWAY BLVD  (Street)  (Street)  (Street)  (State)  (State)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code (Instr. 8)  (Month/Day/Year)  (Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)	USANA HEALTH SCIENCES II	USANA HEALTH SCIENCES INC [USANA HEALTH SCIENCES	USANA HEALTH SCIENCES INC [USNA]    PARKWAY BLVD	USANA HEALTH SCIENCES INC [USNA]  PARKWAY BLVD  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  ort on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Date (A) or Disposed of (D) (Instr. 3. 4 and 5)  Table II - Derivative Securities Acquired, Date (A) or Disposed of (D) (Instr. 3. 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (E.g., puts, calls, warrants, options, convertibles beneficially Owned (Instr. 3. 4) or Disposed of (D) (Instr. 3. 4) or Disposed (D) (	USANA HEALTH SCIENCES INC [USNA]  (Middle)  (Street)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Code  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Code  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Code  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 3 and 4)	USANA HEALTH SCIENCES INC [USNA]   Check	USANA HEALTH SCIENCES INC [USNA]  (First) (Middle) (Street) (Stree	USANA HEALTH SCIENCES INC [USNA]   Director   10% Owner   10% Ow

Barrella Oraca Nama / A III and	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
COOPER FRED W 3838 WEST PARKWAY BLVD SALT LAKE CITY, UT 84120			President and COO					

### **Signatures**

Gilbert A. Fuller, as attorney in fact	07/23/2008		
**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) 1. Stock-Settled Stock Appreciation Rights vest 20% annually beginning on the first anniversary of the date of grant.

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.