FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person [*] WILSON MARK H			2. Issuer Name **and** Ticker or Trading Symbol USANA HEALTH SCIENCES INC [USNA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/28/2010	___ Director ___ 10% Owner _X_ Officer (give title below) ___ Other (specify below) E.V.P. of Sales
3838 WEST PARKWAY BLVD				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
SALT LAKE CITY, UT 84120				
(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 (Instr. 8)		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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/28/2010		M		24,862 (1)	A	$ 26.06	29,862	D	
Common Stock	10/28/2010		S		24,862	D	$ 44.79 (2)	5,000	D	
Common Stock	10/28/2010		M		1,159 (1)	A	$ 40.59	6,159	D	
Common Stock	10/28/2010		S		1,159	D	$ 44.79 (2)	5,000	D	
Common Stock	10/28/2010		M		3,721 (1)	A	$ 37.6	8,721	D	
Common Stock	10/28/2010		S		3,721	D	$ 44.79 (2)	5,000	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	$ 37.6	10/28/2010		M			24,000		04/26/2007	10/24/2011	Common Stock	24,000	$ 0	6,000	D	
Stock-Settled Stock Appreciation Rights	$ 40.59	10/28/2010		M			13,200		04/19/2008	10/19/2012	Common Stock	13,200	$ 0	8,800	D	
Stock-Settled Stock Appreciation Rights	$ 26.06	10/28/2010		M			60,000		07/21/2009	01/21/2014	Common Stock	60,000	$ 0	90,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

| WILSON MARK H
3838 WEST PARKWAY BLVD
SALT LAKE CITY, UT 84120 | | | E.V.P. of Sales | |

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.