Edgar Filing: MANNATECH INC - Form 4

MANNATE	CH INC										
Form 4											
August 17, 2											
FORM		CT A TEC	CECU	DITIES				NT	PPROVAL		
	UNITED	SIAIES		shington			COMMISSIO	Number:	3235-0287		
Check th if no lon	aor							Expires:	January 31,		
subject t		AENT OF	CHAN			TICIAL O	WNERSHIP OF	Estimated	2005 average		
Section 16. SECURITIES								burden hou	•		
	Form 4 or								. 0.5		
Form 5 obligatio	no -						nge Act of 1934,				
may con				•	•	· ·	of 1935 or Secti	on			
<i>See</i> Instr 1(b).		30(h)	of the I	nvestmen	t Compa	ny Act of 1	.940				
(Print or Type)	Responses)										
	Address of Reporting	Person [*]	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
CASTER S		Symbol				Issuer					
		MANN	JATECH	INC [M]	ΓEX]	(Check all applicable)					
(Last)	(Last) (First) (Middle) 3. Date of Earliest Transaction					(en	leek un upplieusie)				
		(Month/Day/Year)				Director		% Owner			
600 S ROY	TE 200	08/13/2010				Officer (give title Other (specify below)					
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Mo	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by One Reporting Person					
COPPELL,	TX 75019							More than One R			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	dly Owned		
1.Title of	2. Transaction Date	24 Deema		3.	4. Securit		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)						Securities	Form: Direct	Indirect		
(Instr. 3)	(Beneficially	(D) or Indirect			
		(Month/Da	y/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	(I)	Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
						(A)	Transaction(s)				
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Rep	port on a separate line	e for each cla	ass of sec	urities bene	-		-	otion of a	SEC 1474		
							spond to the colle tained in this forn		(9-02)		
					requi	red to resp	ond unless the fo	rm			
							ntly valid OMB co	ontrol			
					numb	ber.					

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)					
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Right to Purchase Common Stock	\$ 2.75	08/13/2010	D			10,000	<u>(1)</u>	11/19/2013	Common Stock, Par Value \$0.0001 per share	10,00
Right to Purchase Common Stock	\$ 2.71	08/16/2010	A		8,583		<u>(3)</u>	08/15/2015	Common Stock, Par Value \$0.0001 per share	8,583

Reporting Owners

Reporting Owner Name / Address		Relationsh			
	Director	10% Owner	Officer	Other	
CASTER SAMUEL L 600 S ROYAL LANE SUITE 200 COPPELL, TX 75019		Х			
Signatures					
/s/ Stephen D. Fenstermacher, Attorney	Co-CEO a	and CFO, by	Power	of	08/17/2010

**Signature of Reporting Person

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 option provided for vesting in three equal annual installments beginning November 20, 2009.

On August 16, 2010, the issuer canceled, pursuant to the issuer's option exchange program, an option for 10,000 shares of Mannatech (2) common stock granted to the reporting person on November 20, 2008. In exchange, the reporting person received a replacement option, for 8,583 shares, having an exercise price of \$2.71 a share.

(3) The option vests in three equal annual installments beginning August 16, 2011.

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.

Date