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MANNATE Form 4	CH INC									
February 24,	2014									
FORM		ot a teo	SECU	DITIES		CHANCI	COMMISSIO	NT	PPROVAL	
	UNITED	SIAIES		shington				Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 31, 2005 average urs per . 0.5	
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a) of the l	Public U	Jtility Hol	ding Co		of 1935 or Secti			
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> Nicholls Steven Mark			2. Issuer Name and Ticker or Trading Symbol MANNATECH INC [MTEX]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Ch	eck an applicabl	e)	
600 S. ROYAL LANE SUITE 200			(Month/Day/Year) 02/20/2014				Director 10% Owner X Officer (give title Other (specify below) CFO			
(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 				
COPPELL,	TX 75019						Person	More than one R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	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)	
Reminder: Rep	ort on a separate line	for each cl	ass of sec	urities bene	Perso inforr requi	ons who res nation cont red to resp	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
					numb	•				

 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	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Se

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	(A) or		(A) or Disposed of (D) (Instr. 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Right to Purchase Common Stock	\$ 19.6	02/20/2014		A		5,000		(1)	02/19/2024	Common Stock, Par Value \$0.0001 Per Share	5,000

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Nicholls Steven Mark 600 S. ROYAL LANE SUITE 200 COPPELL, TX 75019			CFO					
Signatures								
/s/ S. Mark 02/24/ Nicholls	2014							

**Signature of

Date

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) One-third of the stock options vest on the first anniversary date of grant, another one-third of the stock options vest on the second anniversary date of the grant, and the remaining one-third of the stock options vest on the third anniversary date of the 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.

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