SEC Form 4	
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL										
OMB Number: 3235-02										
Estimated average burden										
hours per response.	0.5									

1. Name and Addi <u>KENNEDY</u>	1 0	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MANNATECH INC</u> [ MTEX ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
(Last) (First) (Middle) 600 S. ROYAL LANE, SUITE 200		· · · · ·	3. Date of Earliest Transaction (Month/Day/Year) 11/15/2004	Officer (give title Other (specify below) below)
(Street) COPPLELL	TX	75019	4. If Amendment, Date of 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
(Citv)	(State)	(Zip)	—	Person

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 Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		600	D	\$22.2	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		100	D	\$22.18	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		200	D	\$22.04	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		200	D	\$22.03	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		300	D	\$22.01	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		500	D	\$22	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		261	D	\$22.02	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		100	D	\$22.23	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	Р		100	D	\$22.08	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		100	D	\$22.09	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		100	D	\$22.11	34,000	D		
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		100	D	\$22.02	11,000	I	Owned by Alan D. Kennedy Family Trust	
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		4,600	D	\$22.01	11,000	I	Owned by Alan D. Kennedy Family Trust	
Common stock, par value \$0.0001 per share	11/12/2004	11/12/2004	S		300	D	\$22.03	11,000	I	Owned by Alan D. Kennedy Family Trust	

Derivative Securities Acquired, Disposed of, or Beneficially Owned lable II -(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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Ta	ble II - Deriva (e.g., p					ired, Disp options,				y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed Execution Date,	<b>&amp;</b> ode Transa		€A)Nu	m(160e)r	ExDecties Elalero	isDatatlee and	Titletle Amour	aSalidiares	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature
		e(Month/Day/Year)	if any (Month/Day/Year)	Code ( 8)			r	(Month/Day/	(ear)	Securi	ties vina Kennedy	Security (Instr. 5)	Securities Beneficially Ow <u>11/15/200</u> Following Reported	Form: Direct (D)	Beneficial Ownership (Instr. 4)
			class of securities			/net dip	irectly	or indirectly.		[ · · · /			Transaction(s)		
* If the form	is filed by mo	e than one reportir	g person, <i>see</i> Instr	uction 4	4 (b)(v)	(Instr and 5	.3,4 5)						(Instr. 4)		
** Intentiona	l misstatemer	ts or omissions of	acts constitute Fed	eral Cri	minal \	violatio	ons Se	18 U.S.C. 1	001 and 15 t	J.s.c. 7	Bff(a).				
Note: File th	ree copies of	this Form, one of w	hich must be manu	ally sigi	ned. If	space	is insu	fficient, see Ir	struction 6 f	or proce	dure.				
Persons wh	o respond to	the collection of	information conta	ined in Code	this fo	orm ar (A)	e not i (D)	equired to re Date Exercisable	spond unle Expiration Date	ss the f	orm displa Amount or Number of Shares	iys a currer	tly valid OMB I	lumber.	