UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP () Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b). 1. Name and Address of Reporting Person Fioretti, Charles E. 600 S. Royal lane, Suite 200 Coppell, Texas 75019 USA 2. Issuer Name and Ticker or Trading Symbol Mannatech, Incorporated MTEX 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year 05/03/2001 5. If Amendment, Date of Original (Month/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director (X) 10% Owner () Officer (give title below) () Other (specify below) Director 7. Individual or Joint/Group Filing (Check Applicable Line)

- (X) Form filed by One Reporting Person
- () Form filed by More than One Reporting Person

1. Title of Security	2. 3. 4.Securities Acc Transaction or Disposed of		5.Amount of Securities	100000000000000000000000000000000000000			
			Beneficially	(D)or			
		A/	Owned at	Indir			
	Date Code V Amount	D Price	End of Month	ect(I)			
Common Stock, par value	\$0. 05/03/ PS 89,031	D \$0.936	4,575,035	D			
0001 per share (1)	2001		1				

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rity Date Code V Amount ble Month (I)		rity	Date	Code	V	Amount	1	- 1	ble	1			1	Month	(I)	

Explanation of Responses: (1) Mannatech repurchased these shares, as part of their one year purchase lock-up agreement with Mr. Fioretti.) SIGNATURE OF REPORTING PERSON /s/ Charles E. Fioretti DATE 06/13/2001