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

06/12/2001 5. If Amendment, Date of Original (Month/Year)

06/06/2001

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	Tran   	3. nsaction   	n   o   			. <i>,</i> I	5.Amount of   Securities   Beneficially   Owned at	ect  (D)oı  Indi:	r İ r I	of Indirect ial Ownership
	Date	e  Code	V	Amount		Price	End of Month	ect(:		
Common Stock, par value 9001 per share (1)		4/ PS   		613	D	\$1.31 		D 		
Common Stock, par value 9001 per share(2)				000	D	\$1.45 	4,461,422	D 		
Table II Derivative	Securitit	es Acqu	iired,	Disposed of, o	r Bei	neficially (	)wned			
1.Title of Derivative	2.Con-  3	3.  4.	.	5.Number of De	6.Da	ate Exer 7.1	Title and Amount		9.Number	10. 11.Nature of
1.Title of Derivative   Security	2.Con-  3  version	3.  4.	.	5.Number of De rivative Secu	6.Da	ate Exer 7.1 able and  c	Title and Amount of Underlying	of Deri	of Deriva	Dir Indirect
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1.Title of Derivative   Security           	2.Con-  3 version  7 or Exer   cise   Price of  Deriva-	3.  4.	.	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D)	6.Da  cisa  Exp:  Data  Daya	ate Exer 7.1 able and  c iration   S e(Month/  /Year)   e  Expir	Title and Amount of Underlying Securities	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially	Dir Indirect  ect Beneficial  (D) Ownership  or   Ind
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1.Title of Derivative   Security	2.Con-  3 version  7 or Exer   cise   Price of   Deriva-   tive   Secu-	3.  4. Fransact         	.   tion           	5.Number of De rivative Secu rities Acqui red(A) or Dis posed of(D)	6.Da  cisa  Exp:  Date  Day  Date	ate Exer 7.1 able and  c iration   S e(Month/  /Year)   e  Expir  r- ation  a- Date	Title and Amount of Underlying Securities	of Deri  vative  Secu  rity   	of Deriva  tive  Securities  Benefi  ficially	Dir Indirect  ect Beneficial  (D) Ownership  or   Ind

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Explanation of Responses:

(1) Mannatech repurchased these shaes, as part of their one year purchase

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lock-up agreement with Mr. Fioretti.)
(2) As part of the Separation agreement with Mr. Fioretti, signed 6/4/2001, Mannatech, Incorporated agreed to buy an additional 50,000 shares from

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SIGNATURE OF REPORTING PERSON

/s/ Charles E. Fioretti

DATE

06/13/2001