

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

Henry, Robert M.
600 S. Royal Lane, Suite 200
Coppell, TX 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

12/06/2001

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Chief Executive Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

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

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security	2.	3.	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities		6. Dir	7. Nature of Indirect	
	Transaction					Beneficially		ect	Beneficial Ownership	
	Date	Code	V	Amount	A/ D	Price	Owned at End of Month	(D) or Indir	(I)	

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Derivative Security	2. Con-	3.	4.	5. Number of De		6. Date Exer	7. Title and Amount	8. Price	9. Number	10. 11. Nature of
	version	Transaction		rivative Secu		cisable and	of Underlying	of Deri	of Deriva	Dir
	or Exer			rities Acqui		Expiration	Securities	vative	tive	ect
	cise			red(A) or Dis		Date (Month/		Secu	Securities	(D)
	Price of			posed of (D)		Day/Year)		rity	Benefi	or
	Deriva-					Date	Expir		icially	Ind
	tive					A/Exer-	ation	Title and Number	Owned at	ire
	Secu-					D	cisa-	Date	End of	ct
	rity	Date	Code	V	Amount	ble			Month	(I)

Right to buy stock op	\$2.69	11/1/	A	250,000	A	11/01/10/31	Common stock	250,000	\$2.69	595,000	D	
tions		2001				/2002/2011	, par value					
							\$0.0001 per					
							share					

Explanation of Responses:

SIGNATURE OF REPORTING PERSON

/s/ Robert M. Henry

DATE

12/06/2001