
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported):
October 6, 2004

MANNATECH, INCORPORATED

(Exact Name of Registrant as Specified in its Charter)

Texas
(State or other Jurisdiction of
Incorporation or Organization)

000-24657
(Commission File Number)

75-2508900
(I.R.S. Employer Identification No.)

600 S. Royal Lane, Suite 200
Coppell, Texas 75019
(Address of Principal Executive Offices, including Zip Code)

Registrant's Telephone Number, including Area Code: **(972) 471-7400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On October 6, 2004, Mannatech, Incorporated appointed Don A. Buchholz as an independent director to its Board of Directors. A copy of the press release announcing the appointment of Mr. Buchholz is furnished as Exhibit 99.1 to this report.

Item 9.01. Financial Statements and Exhibits.

- (a) Financial statements of businesses acquired. Not applicable.
- (b) Pro forma financial information. Not applicable.
- (c) Exhibits.

Exhibit
Number

Exhibit

99.1 Press release dated October 7, 2004 entitled "Mannatech adds Don Buchholz to its Board."

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Dated: October 12, 2004

MANNATECH, INCORPORATED

/s/ Stephen D. Fenstermacher

Name: Stephen D. Fenstermacher
Title: Senior Vice President and
Chief Financial Officer

EXHIBIT INDEX

**Exhibit
Number**

Exhibit

99.1* Press release dated October 7, 2004 entitled "Mannatech adds Don Buchholz to its Board."

* Filed herewith.

Mannatech adds Donald Buchholz to its Board

Coppell, TX. – October 7, 2004 – (NASDAQ-MTEX) Mannatech, Incorporated announced today it has appointed Donald A. Buchholz to its Board of Directors effective October 6, 2004. Mr. Buchholz will serve as an independent director.

Mannatech CEO and Chairman of the Board, Samuel L. Caster, stated “Don Buchholz will be an outstanding addition to our Board of Directors as he has a wealth of experience as Chairman of the Board for SWS Group, Inc. (formerly Southwest Securities Group, Inc.). He will continue to help strengthen Mannatech’s Board and is the perfect choice to help represent Mannatech shareholders.”

Mr. Buchholz has served as Chairman of the Board of Directors of SWS Group, Inc. (NYSE: SWS) since 1972. Mr. Buchholz founded SWS Group, Inc., a Dallas-based New York Stock Exchange member. Additionally, Mr. Buchholz has served on the Board of Directors of U.S. Home Systems, Inc. (NASDAQ:USHS) since 2002 and has served on the Board of Directors of Southwest Securities Bank (formerly First Savings Bank) since 1992.

Mr. Buchholz is active in community affairs and has served as a member of the Dallas County Community College Foundation Board since 1978, member of the North Texas Foundation Board since 1999, and a member of the Board of Advisors for the UNT College of Business Administration since 2002. Mr. Buchholz has served since 2002 as a Director of the National Center for Policy Analysis, a nonprofit, nonpartisan public policy research organization based in Dallas, Texas.

Mr. Buchholz is a retired licensed Certified Public Accountant and holds a B.B.A. degree in Accounting from the University of North Texas. Mr. Buchholz has received many awards throughout the years from the University of North Texas, including “Outstanding Alumnus Service Award” in 1999 and the “Distinguished Alumnus Service Award” in 2001.

About Mannatech, Incorporated

Mannatech, based in Coppell, Texas, is a wellness solution provider that sells its products through a global network-marketing system throughout the United States and the international markets of Canada, Australia, the United Kingdom, Japan, New Zealand, and South Korea. For additional information about Mannatech, please visit its corporate website: www.mannatech.com.

***Please Note:** This release contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Securities Exchange Act of 1934, as amended, and the Private Securities Litigation Reform Act of 1995. These forward-looking statements generally can be identified by use of phrases or terminology such as “may,” “believes,” and “plans” or other similar words or the negative of such terminology. Similarly, descriptions of Mannatech’s objectives, strategies, plans, goals or targets contained herein are also considered forward-looking statements. Mannatech believes this release should be read in conjunction with all of its filings with the Securities and Exchange Commission and cautions its readers that these forward-looking statements are subject to certain events, risks, uncertainties, and other factors. Some of these factors include, among others, Mannatech’s inability to attract and retain associates and members, increases in competition, litigation, regulatory changes, and its planned growth into new international markets. Although Mannatech believes that its expectations, statements, and assumptions reflected in these forward-looking statements are reasonable, it cautions its readers to always consider all of the risk factors and any other cautionary statements carefully in evaluating each forward-looking statement in this release, as well as those set forth in its latest Annual Report on Form 10-K, and other filings filed with the Securities and Exchange Commission, including its current reports on Form 8-K. All of the forward-looking statements contained herein speak only as of the date of this release.*

Contact:

Mannatech, Incorporated

Stephen Fenstermacher, CFO

972-471-6512

IR@mannatech.com