$\square$ 

(Street)

(City)

COPPELL

1. Title of Security (I

## 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).                      |

TX

(State)

75019

(Zip)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

## OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Form filed by One Reporting Person

Form filed by More than One Reporting

X

Person

| Instruction 1(b).   | Filed | pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940 |   |  |  |  |  |
|---|-------|--|---|--|--|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup><br>Park Yong Jae |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>MANNATECH INC</u> [ MTEX ]  |   | tionship of Reporting Pe<br>all applicable)<br>Director<br>Officer (give title | rson(s) to Issuer<br>10% Owner<br>Other (specify |  |  |
| (Last) (First) (Middl<br>600 S. ROYAL LANE, SUITE 200                 | le)   | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/02/2018   |   | below)<br>Regional Pre   | below)   |  |  |
| (Street)  |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |  |  |  |

|          | Table I - Nor | n-Derivative S | ecurities Acqu | uired, Disp | oosed of, or Beneficially | Owned    |
|----------|---------------|----------------|----------------|-------------|---------------------------|----------|
| nstr. 3) |               | 2. Transaction | 2A. Deemed     |             |                           | 5. Amour |

| 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (I<br>8) |   | 4. Securities /<br>Disposed Of (<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|-------------------------------|---|--|---------------|-------|---|---|---|
|  |   | Code                          | v | Amount                                 | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of     |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | Derivative<br>Security | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|------------------------|--|--|--|
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |                        |  |  |  |
| Right to<br>Purchase<br>Common<br>Stock             | \$15.7  | 04/02/2018                                 |   | A                            |   | 18,000 |     | (1)  | 04/02/2028         | Common<br>Stock,<br>par value<br>\$0.0001<br>per share  | 18,000                                 | \$0                    | 18,000   | D  |  |

Explanation of Responses:

1. One-third to vest immediately, one-third to vest April 2, 2019, and the remaining one-third to vest on April 2, 2020.

**Remarks:** 

## /s/ Diane Barton, Controller, by 04/03/2018

Power of Attorney

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.