

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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

**Date of report (Date of earliest event reported):  
June 17, 2005**

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**MANNATECH, INCORPORATED**

(Exact Name of Registrant as Specified in its Charter)

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**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**

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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))
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**Item 8.01. Other Events.**

On June 17, 2005, Mannatech, Incorporated issued a press release announcing its declaration of a cash dividend payable on July 18, 2005 to shareholders of record at the close of business on July 1, 2005. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 8.01.

**Item 9.01 Financial Statements and Exhibits.**

- (a) *Financial Statements or Business Acquired.*  
None.
- (b) *Pro Forma Financial Information.*  
None.
- (c) *Exhibits.*

*Note:* The information contained in this report (including all exhibits) is not to be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

<u>Exhibit Number</u>	<u>Exhibit</u>
99.1*	Press release dated June 17, 2005 entitled “Mannatech, Incorporated Declares Quarterly Dividend”.

\* Filed herewith.

[SIGNATURE PAGE TO FOLLOW]

**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.

**MANNATECH, INCORPORATED**

Dated: June 17, 2005

By:           /s/ Stephen D. Fenstermacher          

Name: Stephen D. Fenstermacher

Title: Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Exhibit</u>
99.1*	Press release dated June 17, 2005 entitled "Mannatech, Incorporated Declares Quarterly Dividend".

\* Filed herewith.

**Mannatech, Incorporated Declares Quarterly Dividend**

**Coppell, TX** – (NASDAQ – MTEX) – June 17, 2005 - Mannatech, Incorporated today announced that its Board of Directors declared a quarterly cash dividend of \$0.07 per share payable on Monday, July 18, 2005 to shareholders of record at the close of business on Friday, July 1, 2005. This is the third dividend to be paid by the company this year. The declaration follows this week's Annual Shareholders' Meeting. The dividend reflects Mannatech's continued growth, as well as its commitment to encourage long-term investment in its common stock.

Sam Caster, Chairman and CEO said, "I am very pleased with the dividend declaration as it continues our pledge to increase value for our shareholders. The strong financial position of Mannatech reflects our growth trend, and allows us to again improve our shareholders return on equity."

**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, South Korea, and beginning on June 21, 2005 Taiwan. Additional information about Mannatech can be found at its corporate website: [www.mannatech.com](http://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 "continued commitment," "believes," "intent," and "plans" or other similar words or the negative of such terminology. Similarly, descriptions of Mannatech's objectives, strategies or plans contained herein are also considered forward-looking statements. Mannatech believes this release should be read in conjunction with all of its filings with the SEC and cautions its readers that these forward-looking statements are subject to certain events, risks, uncertainties, and other factors. Although Mannatech believes that its expectations, statements, and assumptions reflected in these forward-looking statements are reasonable, it cautions its readers to always consider the risk factors and other cautionary statements set forth in Mannatech's latest Annual Report on Form 10-K, and other filings filed with the SEC, including its current reports on Form 8-K. All forward-looking statements contained herein speak only as of the date of this release.

**Mannatech, Incorporated**

Stephen Fenstermacher

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