

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**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): **May 20, 2009**

**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**

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(Former name or former address, if change since last report.)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17CFR 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 May 20, 2009, Mannatech, Incorporated (“Mannatech”) issued a press release announcing that its Board of Directors declared a cash dividend on May 20, 2009 of \$0.02 per share of Mannatech’s common stock. The cash dividend is payable on Monday, June 29, 2009 to Mannatech’s shareholders of record as of the close of business on Wednesday, June 3, 2009. 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.**

(d) *Exhibits.*

<u>Exhibit</u> <u>Number</u>	<u>Exhibit</u>
99.1*	Press release dated May 20, 2009 entitled “Mannatech Declares Dividend.”

\*Filed herewith.

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## 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: May 21, 2009

By: /s/ Stephen D. Fenstermacher

Stephen D. Fenstermacher

Executive Vice President and Chief Financial Officer

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EXHIBIT INDEX

**Exhibit**

**Number**

**Exhibit**

99.1\*

Press release dated May 20, 2009 entitled "Mannatech Declares Dividend."

\*Filed herewith.



## Mannatech Declares Dividend

Annual Shareholders' Meeting Scheduled for June 10, 2009

**Coppell, TX, May 20, 2009** – Mannatech, Incorporated (NASDAQ - MTEX), a leading developer and provider of proprietary dietary supplements, weight management products and skin care solutions, today announced that its Board of Directors declared a quarterly cash dividend on Wednesday May 20, 2009 of \$0.02 per share of common stock payable on Monday, June 29, 2009, to shareholders of record at the close of business on Wednesday, June 3, 2009.

Wayne Badovinus, president and CEO of Mannatech, said, "Continuing our dividend demonstrates our belief in the quality of our products and the future of the company. This marks the 21<sup>st</sup> dividend declared by our board since January 2004. We remain committed to building and returning value to our shareholders."

Mannatech will hold its Annual Shareholders' Meeting on Wednesday, June 10, 2009 at 9:00 a.m. Central Daylight Time at the Grapevine Convention Center at 1209 South Main Street, Grapevine, Texas.

### About Mannatech

Mannatech, Incorporated, is a global wellness solutions provider of innovative, high-quality, proprietary dietary supplements, weight management products and skin care solutions sold through independent Associates and Members located in the United States and the international markets of Canada, Australia, the United Kingdom, Japan, New Zealand, the Republic of Korea, Taiwan, Denmark, Germany, South Africa, and Singapore. For more information please visit [www.mannatech.com](http://www.mannatech.com) or [www.allaboutmannatech.com](http://www.allaboutmannatech.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 "believes" 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 United States 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 the expectations, statements, and assumptions reflected in these forward-looking statements are reasonable, it cautions 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 Quarterly Report on Form 10-Q, and other filings filed with the United States 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 Information:

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