

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Rel. No. 59181 / December 30, 2008

Admin. Proc. File No. 3-12684

In the Matter of
NATURE'S SUNSHINE PRODUCTS, INC.

ORDER GRANTING REQUEST FOR
PROTECTIVE ORDER

On December 4, 2008, Nature's Sunshine Products, Inc. ("Nature's Sunshine" or the "Company") filed a motion for a protective order seeking to limit from public disclosure and maintain under seal the Division of Enforcement's ("Division") Supplemental Brief, also filed on December 4, 2008 pursuant to the Commission's November 14, 2008 Order Directing the Filing of Additional Briefs. Nature's Sunshine contends that the Division's Supplemental Brief contains confidential information related to a continuing, non-public investigation of the Company pursuant to a formal order of investigation concerning possible violations of the federal securities laws (other than the failure to file periodic reports that is the subject of this proceeding). The Division does not oppose Nature's Sunshine's request for a protective order.

Under our Rule of Practice 322, any party "may file a motion requesting a protective order to limit from disclosure to other parties or to the public documents or testimony that contain confidential information." 1/ "A motion for a protective order shall be granted only upon a finding that the harm resulting from disclosure would outweigh the benefits of disclosure." 2/

The Commission recognizes that the Division's Supplemental Brief contains sensitive information concerning a law enforcement investigation. At this stage of the proceeding, we

1/ 17 C.F.R. § 201.322(a).

2/ 17 C.F.R. § 201.322(b).

believe that the harm resulting from complete disclosure outweighs the benefits. However, we have determined that disclosure of certain information included in the Supplemental Brief might be necessary to the resolution of the issues before us.

Accordingly, IT IS ORDERED that:

1. Except as otherwise provided in this Order, the Division of Enforcement's Supplemental Brief shall be disclosed only to the parties to this action, their counsel, the Commission, any staff advising the Commission in its deliberative processes with respect to this proceeding, and in the event of an appeal of the Commission's determination, any staff acting for the Commission in connection with that appeal.
2. All persons who receive access to the Supplemental Brief or the information contained in the Supplemental Brief shall keep it confidential and, except as provided in this Order, shall not divulge the document or information to any person.
3. No person to whom the Supplemental Brief covered by the Order is disclosed shall make any copies or otherwise use such document or information, except in connection with this proceeding or any appeal thereof.
4. The Office of the Secretary shall place the Supplemental Brief in a sealed envelope or other sealed container marked with the title of this action, identifying the document, and marked "CONFIDENTIAL."
5. The requirements of sealing and confidentiality shall not apply to any reference to the existence of the Supplemental Brief or to citation of particular information contained therein in oral arguments, opinions, or in any other similar use directly connected with this action or any appeal thereof.
6. The Commission expressly reserves the authority to reach a different conclusion regarding the confidentiality of the Supplemental Brief or information covered by this Order at any time before it determines the issues raised in the proceeding.

By the Commission.

Florence E. Harmon
Acting Secretary