SEC Form 4

FORM 4	UNITED ST	ATES SECURITIES AN Washington, D.C.	OMB APPROVAL			
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	STA Filed pursuant to Holding Co	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5				
1. Name and Address of Reporting P Weaver, Randell	'erson [*]	2. Issuer Name and Ticker or Trading Symbol	4. Statement for Month/Day/Year	6. Relationship of Reporting Person(s) to Is (Check all applicable)		
(Last) (First) 1185 Linda Vista Drive Suite 200	(Middle)	Natural Alternatives International NAII	11/18/2002		10% Owner e title below) _ Other (specify	
(Street) San Marcos, CA 92069		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	Description Chief Financial Officer/Ch Operating Officer		
(City) (State)	(Zip)				or Joint/Group eck Applicable Line)	
					d by One Reporting Person I by More than One Reporting Person	

				Table I	- Non	-Derivat	ive Se	curities Ac	quired, Dis	posed of, o	r Benefic	ially Owned			
1. Title of Security (Instr. 3)		2.Transaction Date (Month/Day/Year)				3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)				5. Amount of Securities Beneficially	6. Owner- ship Form:	7. Nature of Indirect Beneficial	
			(Month/E	0ay/Yea		ode	v	Amour	nt	A/D		Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	Stock	11/18/2002				P		1,000)	Α		\$3.284	9,000	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
Derivative Security (Instr. 3)	2. Conve sion o Exerci Price o Deri- vative Securi	r Transaction se Date of (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transa Code (Ins		Acquire or Dispose (D)	vative urities ed (A)		e(DE) and n Date(ED) Day/Year) ED	Securities	f /ing	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Owner- ship Form of Deriv- ative Securities: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)
stock options (right to buy)	\$2.04							9/1/2009	8/31/2011	Common stock	100,000	\$	100,000	D	
Common stock options (right to buy)	\$3.399	8/20/2002		A	v	45,000		8/20/2003	8/20/2007	Common stock	45,000	\$	45,000	D	
stock options (right to buy)	3.399	8/20/2002		A	v	20,000		8/20/2003	8/20/2007	Common stock	20,000	\$	20,000	D	

Explanation of Responses:

The stock options disclosed on the second line of Table II vest at the rate of one-third of the options granted on each of the first three anniversaries of the date of grant. All of these options (regardless of vesting) expire five years from the date of grant.

The stock options disclosed on the third line of Table II only vest if certain performance criteria are achieved for the fiscal year ending June 30, 2003.

By:

<u>/s/ Randell Weaver</u> ** Signature of Reporting Person <u>11/19/2002</u> 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.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB Number.

SEC 1474 (9-02)