

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934.**

Date of Report: August 01, 2007
(Date of earliest event reported)

Natural Health Trends Corp.
(Exact name of registrant as specified in its charter)

TX
(State or other jurisdiction
of incorporation)

0-26272
(Commission File
Number)

59-2705336
(IRS Employer
Identification Number)

2050 Diplomat Drive
(Address of principal executive offices)

75234
(Zip Code)

(972) 241-4080
(Registrant's telephone number, including area code)

Not Applicable
(Former Name or Former Address, if changed 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 (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))

Item 2.02. Results of Operations and Financial Condition

On August 1, 2007, Natural Health Trends Corp. issued an earnings release announcing its results for the quarter ended June 30, 2007. The press release is attached hereto as exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(a) Financial statements:

None

(b) Pro forma financial information:

None

(c) Shell company transactions:

None

(d) Exhibits

99.1 [Press Release of Natural Health Trends Corp. dated August 01, 2007](#)

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.

Dated: August 01, 2007

NATURAL HEALTH TRENDS CORP.

By: /s/ Chris Sharng
Chris Sharng
President

Exhibit Index

Exhibit No.

Description

99.1

Press Release of Natural Health Trends Corp. dated
August 01, 2007

Natural Health Trends Corp. Announces Second Quarter and Six Months 2007 Results

DALLAS, TX -- 08/01/2007 -- Natural Health Trends Corp. (NASDAQ: BHIP) today announced its financial results for the quarter ended June 30, 2007.

Sales in the second quarter of 2007 were \$25.2 million, compared to \$36.3 million and \$21.5 million for the second quarter a year ago and the first quarter of 2007, respectively. Changes in the Hong Kong-based sales accounted for most of the decrease year-on-year and the increase over the preceding quarter.

As of June 30, 2007, the Company had 75,000 active distributors, compared to 114,000 and 82,000 active distributors at the end of the second quarter of 2006 and at the end of the first quarter of 2007, respectively. The Company considers a distributor "active" if they have placed at least one product order during the preceding year.

For the second quarter of 2007, the Company incurred a net loss of \$1.5 million, compared to a net loss of \$2.8 million a year ago in the comparable quarter, and a net loss of \$5.0 million in the prior quarter. Loss applicable to common stockholders for the second quarter of 2007 was \$0.37 per share, compared to a loss of \$0.34 per share a year ago in the comparable quarter, and a loss of \$0.61 per share in the prior quarter. For the second quarter of 2007, loss applicable to common stockholders included an aggregate deduction of \$1.6 million for the beneficial conversion feature and accumulated dividends on the Series A preferred stock issued May 4, 2007.

As of June 30, 2007, the Company's cash and cash equivalents totaled \$11.6 million, including \$2.0 million in China that may not be freely transferable to other countries because the Company's Chinese subsidiary is subject to a business license capitalization requirement.

Chris Sharng, the Company's President, said, "The Chinese regulatory environment continues to be challenging. Though we think more public relations investment should help cultivate a more positive atmosphere for us, our short-term sales prospect is difficult to forecast. On the other hand, a lot of progress was made over areas we have more control. Our management team implemented a commission enhancement program that is expected to start decreasing distributor commissions as a percentage of sales in the 3rd quarter, while enabling up-and-coming members to start earning commission checks much faster. Also in the quarter, we completed the bulk of our SG&A reduction programs, significantly lowering our overhead in Japan and Mexico. In May, we revitalized our product development programs by launching two new products called 'Ge-Gen™ Fit Factor™' and 'Ge-Gen™ The Orange Pill™' through a brand new global retail platform where independent distributors can customize their product packages as they so desire. All in all, we were able to achieve some accomplishments and we also acknowledge that much more needs to be done."

The Company will host a conference call at 11:30 a.m. EDT, August 2, 2007. Those who wish to participate in the conference call may telephone (800) 430-2053, or (973) 935-8769 for international callers, pass code 9080978, 15 minutes before 11:30 a.m. EDT. If you cannot participate in the call, but wish to hear it, you may login to Natural Health Trends Corp.'s homepage at www.naturalhealthtrends.com and click on the conference call 1 1/2 hours after the completion of the call.

About Natural Health Trends Corp.

Natural Health Trends Corp. is an international direct-selling and e-commerce company operating through its subsidiaries in 15 countries throughout Asia, North America, Europe and Latin America. The Company markets premium quality personal care products under the NHT Global brand. Additional information can be found on the Company's website, and management encourages interested parties to register for updated corporate information via email on the Company's home page, www.naturalhealthtrends.com.

Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995 -- Forward-looking statements in this release do not constitute guarantees of future performance. Such forward-looking statements are subject to risks and uncertainties that could cause our actual results to differ materially from those anticipated. Such risks and uncertainties include the risks and uncertainties detailed in our Annual Report on Form 10-K for the fiscal year ended December 31, 2006 filed with the Securities and Exchange Commission. We assume no obligation to update any forward-looking information contained in this press release or with respect to the announcements described herein.

NATURAL HEALTH TRENDS CORP.

CONSOLIDATED BALANCE SHEETS
(In Thousands, Except Share Data)

December 31, June 30,

	2006	2007
	(Unaudited)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 11,936	\$ 11,558
Restricted cash	455	438
Certificates of deposit	1,277	540
Accounts receivable	462	828
Inventories, net	5,857	4,219
Other current assets	2,639	1,934
Total current assets	22,626	19,517
Property and equipment, net	2,944	1,956
Goodwill	14,145	14,145
Intangible assets, net	3,400	3,000
Restricted cash	4,142	4,896
Deferred tax assets	208	211
Other assets	1,120	883
Total assets	\$ 48,585	\$ 44,608

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:		
Accounts payable	\$ 3,424	\$ 2,658
Income taxes payable	281	501
Accrued distributor commissions	3,852	3,776
Other accrued expenses	5,255	5,737
Deferred revenue	5,641	4,883
Other current liabilities	3,135	3,161
Total current liabilities	21,588	20,716
Commitments and contingencies		
Minority interest	22	22
Stockholders' equity:		
Preferred stock, \$0.001 par value, 5,000,000 shares authorized; 1,761,900 shares designated Series A convertible preferred stock, 1,759,307 shares issued and outstanding at June 30, 2007, aggregate liquidation value of \$3,024 at June 30, 2007	-	1,574
Common stock, \$0.001 par value, 50,000,000 shares authorized, 8,199,933 and 9,009,119 shares issued and outstanding at December 31, 2006 and June 30, 2007	8	9
Additional paid-in capital	70,042	73,168
Accumulated deficit	(44,128)	(52,200)
Accumulated other comprehensive income:		
Foreign currency translation adjustment	1,053	1,319
Total stockholders' equity	26,975	23,870
Total liabilities and stockholders' equity	\$ 48,585	\$ 44,608

NATURAL HEALTH TRENDS CORP. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) (In Thousands, Except Per Share Data)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2006	2007	2006	2007
Net sales	\$ 36,321	\$ 25,181	\$ 75,795	\$ 46,696
Cost of sales	8,531	5,970	16,773	11,667

Gross profit	27,790	19,211	59,022	35,029
% of net sales	76.5%	76.3%	77.9%	75.0%

Operating expenses:

Distributor commissions	18,761	12,496	39,446	22,920
% of net sales	51.7%	49.6%	52.0%	49.1%

Selling, general and

administrative expenses	12,183	8,419	23,738	18,829
Recovery of KGC receivable	(314)	(419)	(314)	(419)

Total operating expenses	30,630	20,496	62,870	41,330
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Loss from operations	(2,840)	(1,285)	(3,848)	(6,301)
Other income (expense), net	228	(22)	387	167

Loss before income taxes and

minority interest	(2,612)	(1,307)	(3,461)	(6,134)
Income tax provision	(189)	(153)	(444)	(363)
Minority interest	(14)	-	(44)	(1)

Net loss	(2,815)	(1,460)	(3,949)	(6,498)
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Beneficial conversion feature

on preferred stock	-	(1,574)	-	(1,574)
Preferred stock dividends	-	(33)	-	(33)

Net loss attributable to common

stockholders	\$ (2,815)	\$ (3,067)	\$ (3,949)	\$ (8,105)
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Loss per share - basic and

diluted	\$ (0.34)	\$ (0.37)	\$ (0.50)	\$ (0.98)
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Weighted-average number of

shares outstanding	8,200	8,284	7,957	8,242
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Contact:

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President
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