

NATURAL ALTERNATIVES INTERNATIONAL INC

Form 144

May 27, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

OMB APPROVAL

OMB

Number:3235-0101

Expires: May 13, 2017

Estimated average
burden hours per
response..1.00

SEC USE ONLY
DOCUMENT
SEQUENCE NO.

CUSIP NUMBER

1 (a) NAME OF ISSUER (Please type or print)

(b) IRS
IDENT.NO.(c) S.E.C.
FILE NO.

WORK LOCATION

Natural Alternatives International, Inc.

84-1007839

000-15701

1 (d) ADDRESS OF
ISSUER

STREET

CITY

STATE

ZIP CODE

(e) TELEPHONE NO.

AREA
CODE

NUMBER

1185 Linda
Vista Drive

San Marcos

California

92078

(760)

744-7340

2 (a) NAME OF PERSON
FOR WHOSE ACCOUNT
THE SECURITIES ARE
TO BE SOLD(b) RELATIONSHIP
TO ISSUER(c) ADDRESS
STREET

CITY

STATE

ZIP CODE

Mark LeDoux and persons
whose sales are required by
Rule 144 to be aggregated as
follows:

Mark LeDoux is an
officer, director

c/o 1185 Linda
Vista Drive

San Marcos

California 92078

and 10%
stockholder.

- (i) Mark LeDoux
individually;
- (ii) Mark LeDoux &
Julie LeDoux as
JTWROS;
- (iii) LeDoux Family
Limited
Partnership, of
which Mark
LeDoux is General

Julie LeDoux is a
member of the
immediate family

- (iv) Partner;
Descendants Trust
Created under the
LeDoux Family
Trust, of which
Mark LeDoux is
Trustee; and
Marie LeDoux
Foundation, of
(v) which Mark
LeDoux is
President.
- of Mark LeDoux.

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
Title of the Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	Broker-Dealer File Number	Number of Shares Or Other Units To Be Sold (See instr. 3(c))	Aggregate Market Value (See instr. 3(d))	Number of Shares Or Other Units Outstanding (See instr. 3(e))	Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	Name of Each Securities Exchange (See instr. 3(g))
Common Stock	Wells Fargo Advisors		41,389	\$508,670.81 (as of May 20, 2016) \$184,350	6,868,627	May 25, 2016	NASDAQ
Common Stock	Roth Capital Partners		15,000	(as of May 20, 2016)	6,868,627	May 25, 2016	NASDAQ

INSTRUCTIONS:

- 1.(a) Name of
issuer
(b)
- 3.(a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold

Issuer's I.R.S.
Identification
Number
Issuer's S.E.C.

- (c) file number, if any
Issuer's address, including zip code
Issuer's telephone
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) number, including area code
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- 2.(a) Name of person for whose account the securities are to be sold
Such person's relationship to the issuer (e.g., officer, director,
- (f) Approximate date on which the securities are to be sold
- (b) 10% stockholder, or member of immediate family of any of the foregoing)
Such person's address, including zip code
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number. SEC 1147 (08-07)

TABLE I – SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	2/1/1995	Market Purchase	Market Purchase Marie LeDoux	11,389	2/1/1995	Cash
Common Stock	12/10/2002	Contribution	Unknown	45,000	12/10/2002	Gift

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II – SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Mark Le Doux	Common Stock	March 7, 2016	6,490	\$75,933

c/o 1185 Linda Vista Drive, San Marcos, CA
92078

Marie Le Doux Foundation

Common Stock

April 4, 2016 16,000

\$0 - Gift

c/o 1185 Linda Vista Drive, San Marcos, CA
92078

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

5/27/2016

DATE OF NOTICE

/s/ Mark LeDoux, authorized signatory for each of the persons listed in box 2(a) above

/s/ Julie LeDoux, solely with respect to the person listed in box 2(a)(ii) above

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)