

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

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): November 8, 2007**

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**MANNATECH, INCORPORATED**

(Exact Name of Registrant as Specified in its Charter)

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**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**

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

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of Mannatech 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 2.02 Results of Operations and Financial Condition.**

On November 8, 2007, Mannatech, Incorporated issued a press release announcing financial and operating results for the third quarter and nine months ended September 30, 2007. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information disclosed under this Item 2.02 (including Exhibit 99.1) shall not be deemed to be “filed” for the purposes of Section 18, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

<u>Exhibit Number</u>	<u>Exhibit</u>
99.1*	Press release, dated November 8, 2007, entitled “Mannatech Reports Third Quarter 2007.”

\* Filed herewith.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, Mannatech has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**MANNATECH, INCORPORATED**

Dated: November 8, 2007

By: /s/ Stephen D. Fenstermacher  
Stephen D. Fenstermacher  
Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

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\* Filed herewith.

### Mannatech Reports Third Quarter 2007

*Earnings continue lower; progress in expense reduction*

**Coppell, TX, November 8, 2007**—Mannatech, Incorporated (NASDAQ – MTEX) today reported third quarter earnings of \$0.07 per diluted share for the three months ended September 30, 2007, down 80.6% from the 2006 third quarter earnings of \$0.36 per diluted share. Net income for the third quarter, 2007, declined to \$1.7 million, a decrease of 82.5% compared to \$9.7 million in the third quarter of 2006. Pretax profit was \$2.1 million, a decrease of 83.2% compared to \$12.7 million in the same period last year. Operating expenses were reduced over \$4 million compared to the second quarter of 2007.

Third quarter net sales for 2007 were \$96.8 million, a decrease of 2.8%, compared to \$99.6 million in the third quarter of 2006. The sales decline resulted from a 15% decrease in North America sales compared to the third quarter of 2006. This was partially offset by a 30% increase in sales from international markets, primarily in Asia, in the third quarter of 2007 compared to the third quarter of 2006.

Terry Persinger, President and CEO commented, “Our top priorities in the third quarter were to reduce operating expenses and to fully integrate our GlobalView system. We reduced operating expenses \$4.1 million, or more than 10% in the third quarter compared to the second quarter of 2007. GlobalView’s integration is now largely complete and we are preparing for market expansion in the near future. Similar to the second quarter, we incurred additional depreciation expense due to the GlobalView utilization.”

Total independent Associate and Member count based on a 12-month trailing period increased to 575,000 for the third quarter of 2007 as compared to 536,000 for the third quarter of 2006. The 7.3% growth resulted from higher retention of continuing independent Associates and Members which were up 51,000, a 15.5% increase compared to the same period last year. This increase was partially offset by a 5.8% decline in new independent Associates and Members on a 12-month trailing basis.

Mr. Persinger said, “We will continue focusing on cost control as we shift considerable attention to driving domestic sales and recruiting. Our recent hiring of Al Bala as Senior Vice President of Global Business Development is indicative of our commitment to re-energize our domestic market. Al brings over 20 years network marketing experience in implementing key programs to drive sales and recruiting.”

Year-to-date sales through September reached \$312.8 million, up 3.1% from 2006. Net income for the nine-month period was \$10.2 million, down 58.3% from last year’s net income of \$24.2 million. Diluted earnings per share were \$0.38, a decrease of 57.3% versus \$0.89 for the nine-months ended September 2006.

For geographical purposes, consolidated net sales primarily shipped to customers in these locations were as follows:

#### Net Sales in Dollars and as a Percentage of Consolidated Net Sales (In millions, except percentages)

	For the three months ended September 30,					
	2006		2007		Dollar change	Percentage change
United States	\$65.7	66.0%	\$55.3	57.1%	\$(10.4)	(15.8)%
Canada	6.7	6.7%	6.1	6.3%	(0.6)	(9.0)%
Australia	7.5	7.5%	7.0	7.2%	(0.5)	(6.7)%
United Kingdom	1.8	1.9%	1.7	1.8%	(0.1)	(5.6)%
Japan	10.0	10.0%	10.3	10.6%	0.3	3.0%
New Zealand	2.1	2.1%	1.6	1.7%	(0.5)	(23.8)%
Republic of Korea	3.3	3.3%	11.9	12.3%	8.6	260.6%
Taiwan	0.8	0.8%	1.5	1.5%	0.7	87.5%
Denmark	1.0	1.0%	0.3	0.3%	(0.7)	(70.0)%
Germany	0.7	0.7%	1.1	1.2%	0.4	57.1%
<b>Totals</b>	<b>\$99.6</b>	<b>100%</b>	<b>\$96.8</b>	<b>100%</b>	<b>\$ (2.8)</b>	<b>(2.8)%</b>

	For the nine months ended September 30,					
	2006		2007		Dollar change	Percentage change
United States	\$202.8	66.9%	\$191.1	61.1%	\$(11.7)	(5.8)%
Canada	21.6	7.1%	20.7	6.6%	(0.9)	(4.2)%
Australia	22.8	7.5%	22.0	7.0%	(0.8)	(3.5)%
United Kingdom	5.7	1.9%	5.0	1.6%	(0.7)	(12.3)%
Japan	30.1	9.9%	31.4	10.0%	1.3	4.3%
New Zealand	6.8	2.2%	5.4	1.7%	(1.4)	(20.6)%
Republic of Korea	7.2	2.4%	28.6	9.2%	21.4	297.2%
Taiwan	2.7	0.9%	4.0	1.3%	1.3	48.1%
Denmark	2.4	0.8%	1.2	0.4%	(1.2)	(50.0)%
Germany	1.2	0.4%	3.4	1.1%	2.2	183.3%
<b>Totals</b>	<b>\$303.3</b>	<b>100%</b>	<b>\$312.8</b>	<b>100%</b>	<b>\$ 9.5</b>	<b>3.1%</b>

The number of new and continuing independent Associates and Members who purchased packs during the 12-months ended September 30, 2006 and 2007 were as follows:

	September 30, 2006		September 30, 2007		Number and percentage change	
	New	208,000	38.9%	196,000	34.1%	(12,000)
Continuing	328,000	61.1%	379,000	65.9%	51,000	15.5%
<b>Total</b>	<b>536,000</b>	<b>100.0%</b>	<b>575,000</b>	<b>100.0%</b>	<b>39,000</b>	<b>7.3%</b>

### Conference Call

Mannatech will hold a quarterly conference call and webcast to discuss this announcement with investors on Friday, November 9, 2007 at 9:00 a.m. Central Standard Time, 10:00 a.m. Eastern Standard Time. Investors may listen to the call by accessing Mannatech's website at [www.mannatech.com](http://www.mannatech.com).

### About Mannatech

Mannatech, Incorporated is a global wellness solutions provider of innovative, high-quality, proprietary nutritional supplements, topical and skin care products, and weight management products 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, and Germany.

*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 "will continue" 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 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:

Gary Spinell, Vice President

Investor Relations

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Corporate website: [www.mannatech.com](http://www.mannatech.com)

(Complete quarterly report filed on its Form 10-Q, which is expected to be filed with the Securities & Exchange Commission and published on its corporate website [www.mannatech.com](http://www.mannatech.com) on or about November 9, 2007. Unaudited Consolidated Financial Statements to follow)

**MANNATECH, INCORPORATED**  
**CONSOLIDATED BALANCE SHEETS**  
*(in thousands, except share and per share amounts)*

	<u>December 31,</u> <u>2006</u>	<u>September 30,</u> <u>2007</u> <i>(unaudited)</i>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 45,701	\$ 34,825
Restricted cash	2,251	980
Accounts receivable, net of allowance of \$0.2 million in 2006 and \$0.4 million in 2007	999	623
Income tax receivable	2,155	934
Inventories, net	23,923	25,475
Prepaid expenses and other current assets	4,323	6,898
Deferred income tax assets	1,478	1,922
<b>Total current assets</b>	<b>80,830</b>	<b>71,657</b>
Long-term investments	25,375	25,375
Property and equipment, net	16,523	43,768
Construction in progress	24,725	1,154
Long-term restricted cash	3,132	7,091
Other assets	1,372	1,381
Long-term deferred income tax assets	278	68
<b>Total assets</b>	<b>\$ 152,235</b>	<b>\$ 150,494</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Current portion of capital leases	\$ 92	\$ 96
Accounts payable	3,339	2,782
Accrued expenses	26,841	24,428
Commissions and incentives payable	15,511	11,081
Taxes payable	3,556	3,741
Deferred revenue	2,697	3,520
<b>Total current liabilities</b>	<b>52,036</b>	<b>45,648</b>
Capital leases, excluding current portion	349	266
Long-term royalties due to an affiliate	2,879	2,546
Long-term deferred income tax liabilities	7,444	8,427
Other long-term liabilities	730	1,320
<b>Total liabilities</b>	<b>63,438</b>	<b>58,207</b>
Commitments and contingencies		
<b>Shareholders' equity:</b>		
Preferred stock, \$0.01 par value, 1,000,000 shares authorized, no shares issued or outstanding	—	—
Common stock, \$0.0001 par value, 99,000,000 shares authorized, 27,617,081 shares issued and 26,409,987 shares outstanding in 2006 and 27,667,882 shares issued and 26,460,788 shares outstanding in 2007	3	3
Additional paid-in capital	38,941	39,886
Retained earnings	66,393	68,570
Accumulated other comprehensive loss	(1,749)	(1,381)
	103,588	107,078
Less treasury stock, at cost, 1,207,094 shares in 2006 and 2007	(14,791)	(14,791)
<b>Total shareholders' equity</b>	<b>88,797</b>	<b>92,287</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 152,235</b>	<b>\$ 150,494</b>

**MANNATECH, INCORPORATED**  
**CONSOLIDATED STATEMENTS OF OPERATIONS – (UNAUDITED)**  
*(in thousands, except per share information)*

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2006	2007	2006	2007
<b>Net sales</b>	<b>\$99,558</b>	<b>\$96,776</b>	<b>\$303,300</b>	<b>\$312,768</b>
Cost of sales	13,497	14,868	42,777	45,564
Commissions and incentives	43,977	43,230	135,349	142,456
	<u>57,474</u>	<u>58,098</u>	<u>178,126</u>	<u>188,020</u>
<b>Gross profit</b>	<b>42,084</b>	<b>38,678</b>	<b>125,174</b>	<b>124,748</b>
Operating expenses:				
Selling and administrative expenses	16,562	21,342	52,569	63,331
Depreciation and amortization	1,292	2,953	3,542	7,283
Other operating costs	12,759	12,661	36,182	40,747
Total operating expenses	<u>30,613</u>	<u>36,956</u>	<u>92,293</u>	<u>111,361</u>
<b>Income from operations</b>	<b>11,471</b>	<b>1,722</b>	<b>32,881</b>	<b>13,387</b>
Interest income	599	614	1,763	1,902
Other income, net	670	(194)	805	(91)
<b>Income before income taxes</b>	<b>12,740</b>	<b>2,142</b>	<b>35,449</b>	<b>15,198</b>
Provision for income taxes	(3,052)	(396)	(11,241)	(5,036)
<b>Net income</b>	<b>\$ 9,688</b>	<b>\$ 1,746</b>	<b>\$ 24,208</b>	<b>\$ 10,162</b>
<b>Earnings per share:</b>				
Basic	<u>\$ 0.37</u>	<u>\$ 0.07</u>	<u>\$ 0.91</u>	<u>\$ 0.38</u>
Diluted	<u>\$ 0.36</u>	<u>\$ 0.07</u>	<u>\$ 0.89</u>	<u>\$ 0.38</u>
<b>Weighted-average common shares outstanding:</b>				
Basic	<u>26,446</u>	<u>26,460</u>	<u>26,663</u>	<u>26,437</u>
Diluted	<u>27,044</u>	<u>26,843</u>	<u>27,280</u>	<u>26,940</u>