

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**

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REPORTING OWNER

HUME GARY M

CIK: **1265853**

Type: **4** | Act: **34** | File No.: **000-23731** | Film No.: **081048788**

Mailing Address

*C/O NUTRACEUTICAL
INTERNATIONAL CORP
1400 KEARNS BLVD 2ND FL.
PARK CITY UT 84060*

ISSUER

NUTRACEUTICAL INTERNATIONAL CORP

CIK: **1050007** | IRS No.: **870515089** | State of Incorp.: **DE** | Fiscal Year End: **0930**

SIC: **2833** Medicinal chemicals & botanical products

Mailing Address

*1400 KEARNS BOULEVARD
2ND FLOOR
PARK CITY UT 84060*

Business Address

*1400 KEARNS BOULEVARD
2ND FLOOR
PARK CITY UT 84060
4356556000*

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person HUME GARY M			2. Issuer Name and Ticker or Trading Symbol NUTRACEUTICAL INTERNATIONAL CORP [NUTR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/27/2008					
C/O NUTRACEUTICAL INTERNATIONAL CORP, 1400 KEARNS BLVD 2ND FL.			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) PARK CITY, UT 84060								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (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 Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/27/2008		M		4,953	A	\$4.5	6,538	D	
Common Stock	08/27/2008		S		4,953	D	\$12.05	1,585	D	
Common Stock	08/27/2008		M		100	A	\$4.5	1,685	D	
Common Stock	08/27/2008		S		100	D	\$12.06	1,585	D	
Common Stock	08/28/2008		M		947	A	\$4.5	2,532	D	
Common Stock	08/28/2008		S		947	D	\$12.05	1,585	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Employee Stock Option (right to buy)	\$4.5	08/27/2008		<u>M</u>			4,953	(L)	09/07/2009	Common Stock	4,953	\$ 0	35,047	D
Employee Stock Option (right to buy)	\$4.5	08/27/2008		<u>M</u>			100	(L)	09/07/2009	Common Stock	100	\$ 0	34,947	D
Employee Stock Option (right to buy)	\$4.5	08/28/2008		<u>M</u>			947	(L)	09/07/2009	Common Stock	947	\$ 0	34,000	D

Explanation of Responses:

- The option vested in six equal installments every six months beginning on March 7, 2000.

Signatures

/s/ Alison Pitt, attorney in fact
 ** Signature of Reporting Person

08/29/2008
 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.