

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
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Cazenave Bruce M.</u>			2. Issuer Name and Ticker or Trading Symbol <u>NAUTILUS, INC.</u> [<u>NLS</u>]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>	
(Last) (First) (Middle) <u>NAUTILUS, INC.</u> <u>17750 SE 6TH WAY</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>08/21/2018</u>			
(Street) <u>VANCOUVER WA 98683</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	
(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	08/21/2018		M ⁽¹⁾		5,350	A	\$2.85	389,044	D	
Common Stock	08/21/2018		s ⁽²⁾		5,350	D	\$14.8355 ⁽³⁾	383,694	D	
Common Stock	08/22/2018		M ⁽¹⁾		5,350	A	\$2.85	389,044	D	
Common Stock	08/22/2018		s ⁽²⁾		5,350	D	\$14.7869 ⁽⁴⁾	383,694	D	
Common Stock								8,935 ⁽⁵⁾	I	By Daughter A
Common Stock								8,935 ⁽⁵⁾	I	By Daughter B

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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$2.85	08/21/2018		M ⁽¹⁾			5,350	02/16/2013	02/16/2019	Common Stock	5,350	\$0.00	5,350	D	
Stock Options (right to buy)	\$2.85	08/22/2018		M ⁽¹⁾			5,350	02/16/2013	02/16/2019	Common Stock	5,350	\$0.00	0	D	

Explanation of Responses:

1. Exercise of options expiring February 16, 2019 effected pursuant to a plan adopted under Rule 10b5-1 promulgated under the Securities Exchange Act of 1934.
2. Shares sold pursuant to a plan adopted under Rule 10b5-1 promulgated under the Securities Exchange Act of 1934.
3. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.70 to \$14.90, inclusive. The reporting person undertakes to provide Nautilus, Inc., any securityholder of Nautilus, Inc., or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price.
4. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.70 to \$14.90, inclusive. The reporting person undertakes to provide Nautilus, Inc., any securityholder of Nautilus, Inc., or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price.
5. Consists of previously reported shares indirectly beneficially owned by the reporting person.

Remarks:

/s/ Wayne M. Bolio, Attorney-in-fact for Bruce M. Cazenave 08/23/2018

** Signature of Reporting Person 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.