Edgar Filing: McMahon William B - Form 4

| McMahon William B | | | | | |
|---|---------------------|--|--|---|--------------------------|
| Form 4 May 06, 2013 | | | | | |
| · | | | | OMB A | PPROVAL |
| | | RITIES AND EXCHANGE ashington, D.C. 20549 | COMMISSION | OMB Number: | 3235-0287 |
| Check this box if no longer subject to Section 16. Form 4 or | MENT OF CHAN | NGES IN BENEFICIAL OV SECURITIES | Expires: January 31 2005 Estimated average burden hours per response 0.5 | | |
| | (a) of the Public U | 16(a) of the Securities Exchan Jtility Holding Company Act nvestment Company Act of 1 | of 1935 or Section | | |
| (Print or Type Responses) | | | | | |
| 1. Name and Address of Reporting McMahon William B | Symbol | er Name and Ticker or Trading | 5. Relationship of Issuer | | |
| (Last) (First) (NAUTILUS, INC., 17750 SI WAY | (Month/ | of Earliest Transaction Day/Year) 2013 | Director X Officer (give below) | | % Owner her (specify |
| (Street) | | endment, Date Original onth/Day/Year) | 6. Individual or Jo Applicable Line) _X_ Form filed by 0 | One Reporting P | erson |
| VANCOUVER, WA 98683 | | | Form filed by M Person | Iore than One R | eporting |
| (City) (State) | (Zip) Tab | ble I - Non-Derivative Securities A | cquired, Disposed of | f, or Beneficia | lly Owned |
| 1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year) | | 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price | 5. Amount of Securities F Beneficially (1 Owned (1 | 5. Ownership Form: Direct D) or Indirect I) Instr. 4) | 7. Nature of Indirect |

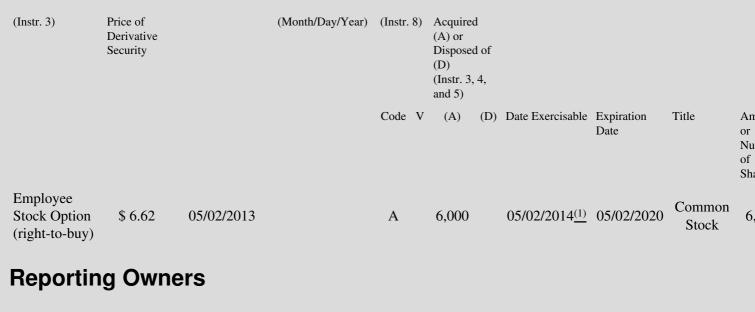
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amo |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Secur |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |



| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| McMahon William B NAUTILUS, INC. 17750 SE 6TH WAY VANCOUVER, WA 98683 | | | Chief Operating Officer | | | |
| Signatures | | | | | | |
| /s/ Wayne M. Bolio, Attorney-in-fact for William B. McMahon | | | 05/06/2013 | | | |

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) Option becomes exercisable as to one-third of the shares on May 2, 2014, and as to an additional one-third on May 2, 2015 and 2016, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.

Date