

NAUTILUS, INC.  
Form 8-K  
August 03, 2006

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

Date of Report: July 30, 2006

(Date of earliest event reported)

**NAUTILUS, INC.**

(Exact name of registrant as specified in its charter)

**Washington**  
(State or other jurisdiction of  
incorporation)

**001-31321**  
(Commission  
File Number)  
**16400 SE Nautilus Drive**

**94-3002667**  
(I.R.S. Employer  
Identification No.)

**Vancouver, Washington 98683**

(Address of principal executive offices and zip code)

(360) 859-2900

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 1.01. Entry into a Material Definitive Agreement.  
Grant of Performance Unit Award**

In a meeting held on July 30, 2006, the Compensation Committee of the Board of Directors of Nautilus, Inc. (the Company ) approved the grant of a performance unit award to Gregory Hammann, the Company's Chief Executive Officer. The award was issued pursuant to the Company's 2005 Long Term Incentive Plan and entitles the executive to receive up to 18,000 shares of the Company's common stock. The award vests in three equal installments based on the achievement of annual performance targets, entitling the executive to receive 6,000 shares annually.

**Signature**

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

NAUTILUS, INC.  
(Registrant)

August 3, 2006  
(Date)

By: /s/ William D. Meadowcroft  
William D. Meadowcroft

Chief Financial Officer, Treasurer and Secretary