

Analyst Day

Investor Presentation March 18, 2021



Safe Harbor Statement

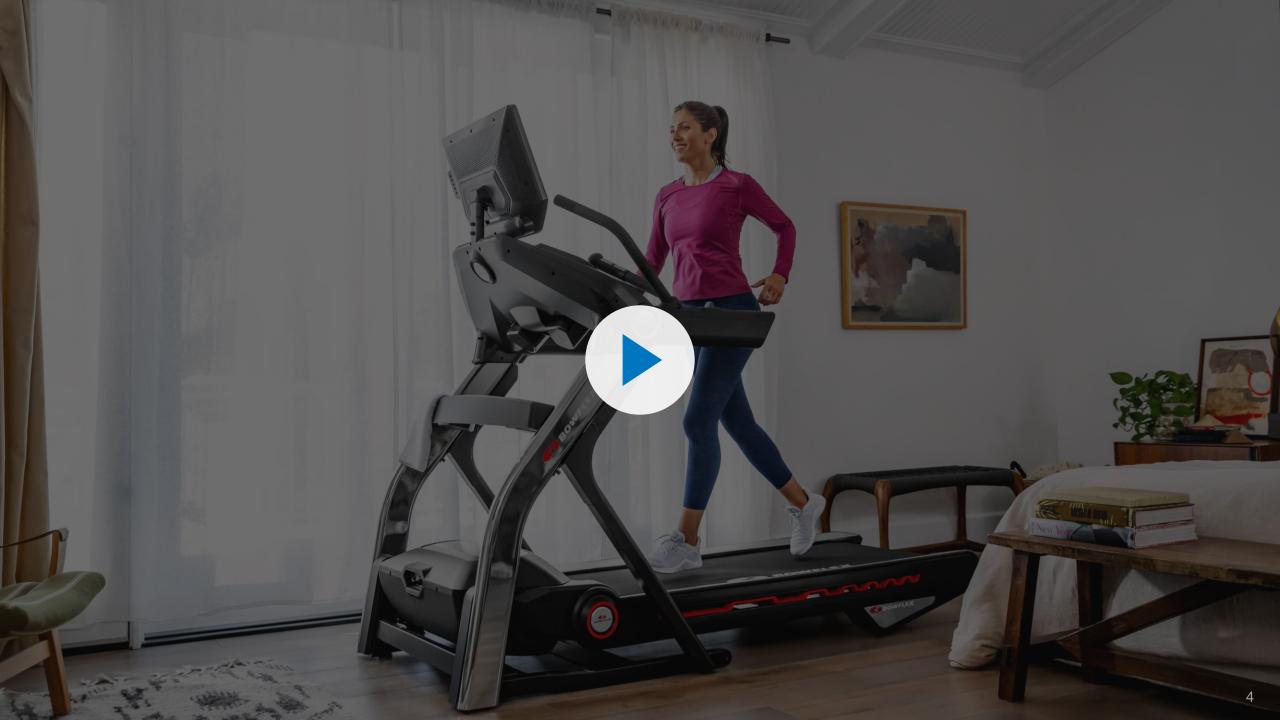
This presentation includes forward-looking statements (statements which are not historical facts) within the meaning of the Private Securities Litigation Reform Act of 1995, including: projected, targeted or forecasted financial and operating results, including FYE26 financial aspirations, anticipated demand for the Company's new and existing products, statements regarding the Company's prospects, resources or capabilities; planned investments, strategic initiatives and the anticipated or targeted results of such initiatives, including targeted number of JRNY memberships; the effects of the COVID-19 pandemic on the Company's business; and planned operational initiatives and the anticipated cost-saving results of such initiatives. All of these forward-looking statements are subject to risks and uncertainties that may change at any time. Our financial results could also be impacted by our sale of Octane Fitness and the impact of any divestiture or separation transaction on our remaining business. Factors that could cause Nautilus, Inc.'s actual expectations to differ materially from these forward-looking statements also include: weaker than expected demand for new or existing products; our ability to timely acquire inventory that meets our quality control standards from sole source foreign manufacturers at acceptable costs; risks associated with current and potential delays, work stoppages, or supply chain disruptions caused by the COVID-19 pandemic, including shipping delays due to the severe shortage of shipping containers; an inability to pass along or otherwise mitigate the impact of raw material price increases and other cost pressures, including unfavorable currency exchange rates and increased shipping costs; experiencing delays and/or greater than anticipated costs in connection with launch of new products, entry into new markets, or strategic initiatives; our ability to hire and retain key management personnel; changes in consumer fitness trends; changes in the media consumption habits of our target consumers or the effectiveness of our media advertising; a decline in consumer spending due to unfavorable economic conditions; risks related to the impact on our business of the COVID-19 pandemic or similar public health crises; softness in the retail marketplace; changes in the financial markets, including changes in credit markets and interest rates and the impact of any future impairment. Additional assumptions, risks and uncertainties are described in detail in our registration statements, reports and other filings with the Securities and Exchange Commission, including the "Risk Factors" set forth in our Annual Report on Form 10-K, as supplemented by our quarterly reports on Form 10-Q. Such filings are available on our website or at www.sec.gov. You are cautioned that such statements are not guarantees of future performance and that our actual results may differ materially from those set forth in the forward-looking statements. We undertake no obligation to publicly update or revise forward-looking statements to reflect subsequent developments, events or circumstances.



John Mills

Managing Director, ICR







Investor Day: Key Takeaways

2

3

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1

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Home fitness is a long-term attractive industry

Nautilus is well-positioned to grow

We have strong momentum and have already transitioned to "new" Nautilus

North Star is the right direction for our Company

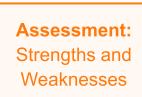
Nautilus is a good long-term value



Agenda



Path to our Long-Term Strategic Plan



Α

Identifying the Opportunities

Β

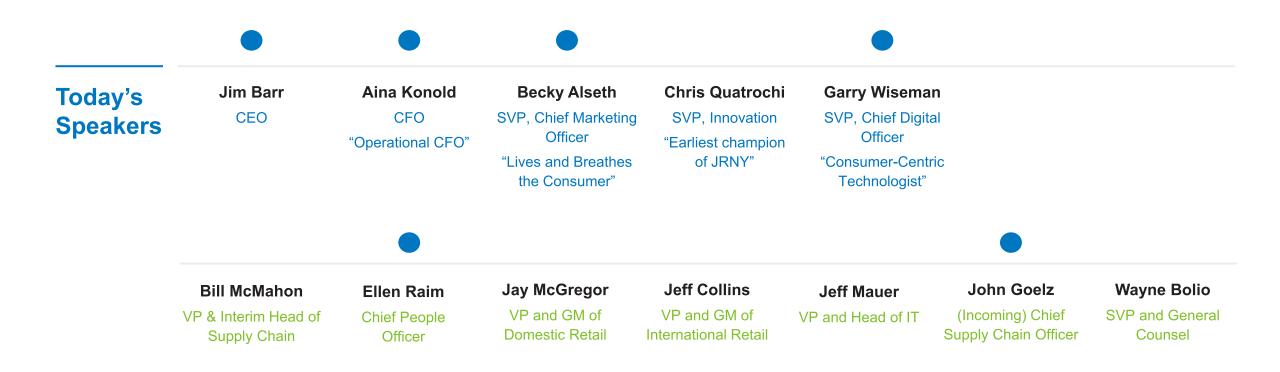
North Star: Journey to 2026

С

Q&A



Nautilus Senior Leadership Team







Jim Barr, CEO, Nautilus, Inc.

Relevant Career Themes:

- 25 years in Digital, eCommerce, Omni-channel
- Digital Transformations Across Diverse Industries
- Multiple successes transforming and growing large scale digital and multichannel businesses
- Even Great Companies Sometimes Miss Something; The Key is the Path to Recovery

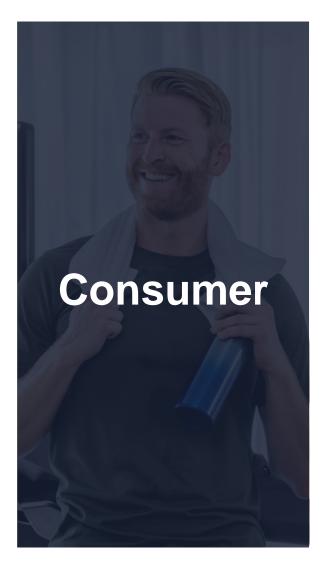
Bio:

- Joined Nautilus, Inc., July 2019
- Group President of Ritchie Bros. (NYSE: RBA)
- EVP and Chief Digital Officer, OfficeMax
- President, Online, Sears
- 12 years as GM/Partner in Microsoft's online businesses
- MBA, Finance, University of Chicago Booth School of Business; B.S. Miami University

Playbook:

- Driving Growth through Clear Strategic Direction & People Leadership
- Digital Approach to Products & GTM
- Consumer-Driven Marketing
- Innovation & Technology

Brand Product Portfolio Market Presence Know-how People Strategic Partners



Consumers' pursuit of a healthy life through enhanced personalized, in-home experience

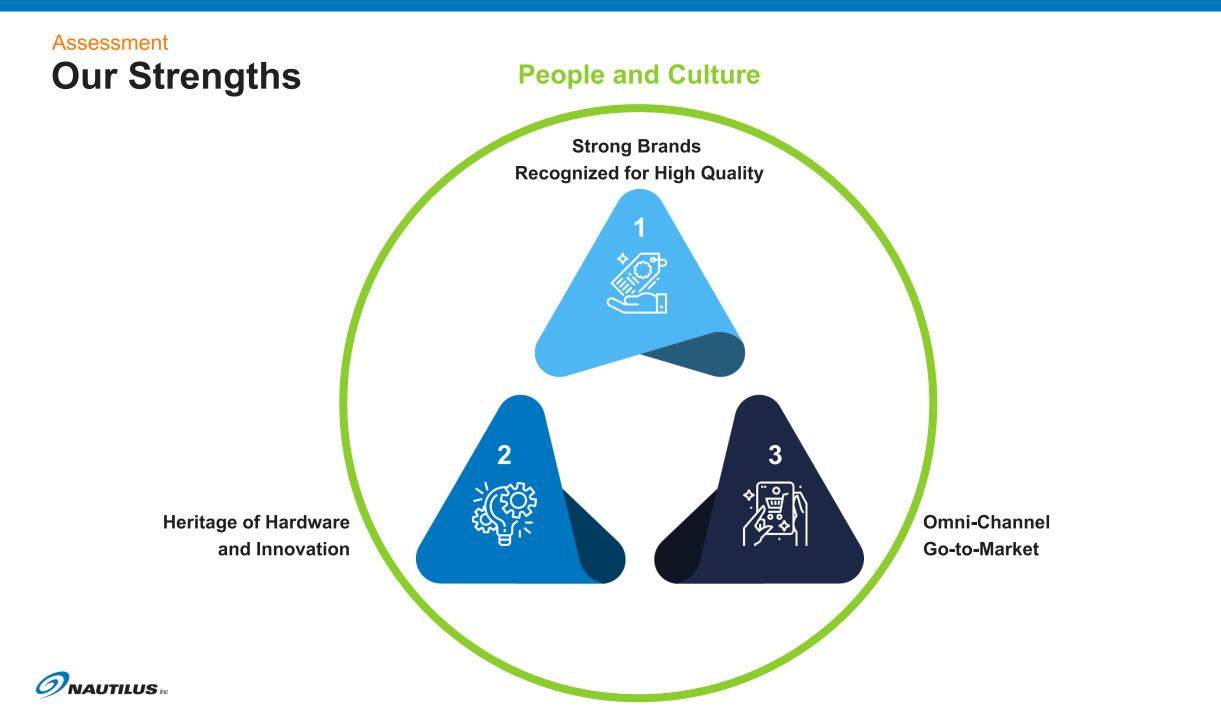


Long Term Strategy Approach

Highly structured, data driven approach







1 Our Strengths: Strong Brands



#Versatile #StrongBrands #Quality
#Strength #Flexible #Reliable
#Weights #Innovative #Good

Awareness

87%

- One of the Top 3 Fitness Brands in Aided and Unaided Awareness ¹
- One of the Top 3 Brands Considered for purchase of fitness equipment¹

SCHWINN

#Classic #Good #Reliable #Quality
#Cool #Traditional #Bikes #Nice

Awareness

65%

- 125-year bike Heritage
- Important during this current bike trend



#Gym #Quality #Strength #Expensive #Classic #Weights #Cardio #Good

Awareness

59%

Strong commercial equipment heritage

0****

I actually WANT to get up and workout! Comments about Bowflex VeloCore Bike -22"

¹ Nautilus Inc. research conducted in summer 2020.



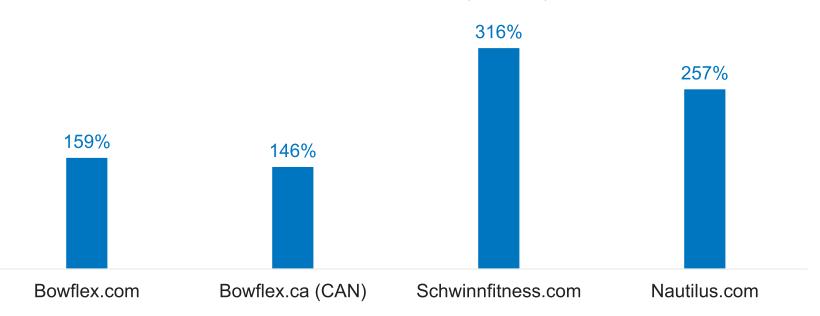
Move Over Peloton! Comments about Schwinn IC4" **0******

This treadmill works great for me Comments about Nautilus T618 Treadmill





In 2020, we saw the ROI on decades of marketing investment (over \$0.5B). Advertising spend was down 24% vs 2019 but website visits grew between 2.5x to over 4x



Growth in Website Visits ('20 v. '19)



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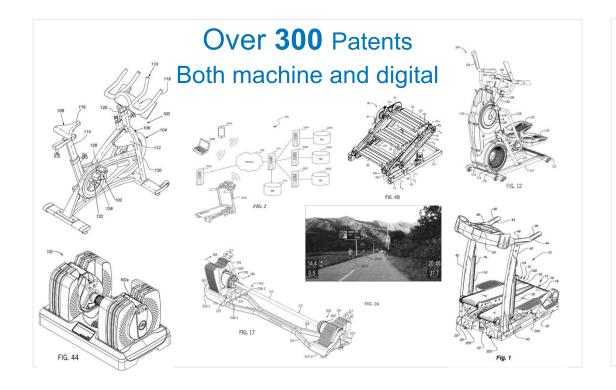


Move Over Peloton! Comments about Schwinn IC4" **0******

This treadmill works great for me Comments about Nautilus T618 Treadmill



Our Strengths: Deep History of Innovation and Consumer Choice



Our connected products are winning Holiday Gift Guide 2020: The Best Indoor Fitness Bikes For At **RollingStone** Home Workouts Home Workouts Protects Care a mand during medijonali by These Exercise Bikes Give Peloton a Run for Its **Bowflex VeloCore Review** Money PC **0000** 4.0 EXCELLENT 1. Bowflex VeloCor TC: Gift Guide: Smart exercise gear to hunke down and get fit with Gift Guide 20 CINE Health and Wellnes Rest core worko Startups Videos Audio 6 best Peloton alternatives: Great ndoor exercise bikes that cost less





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PRODUCT

OF THE YEAR

2017/2018

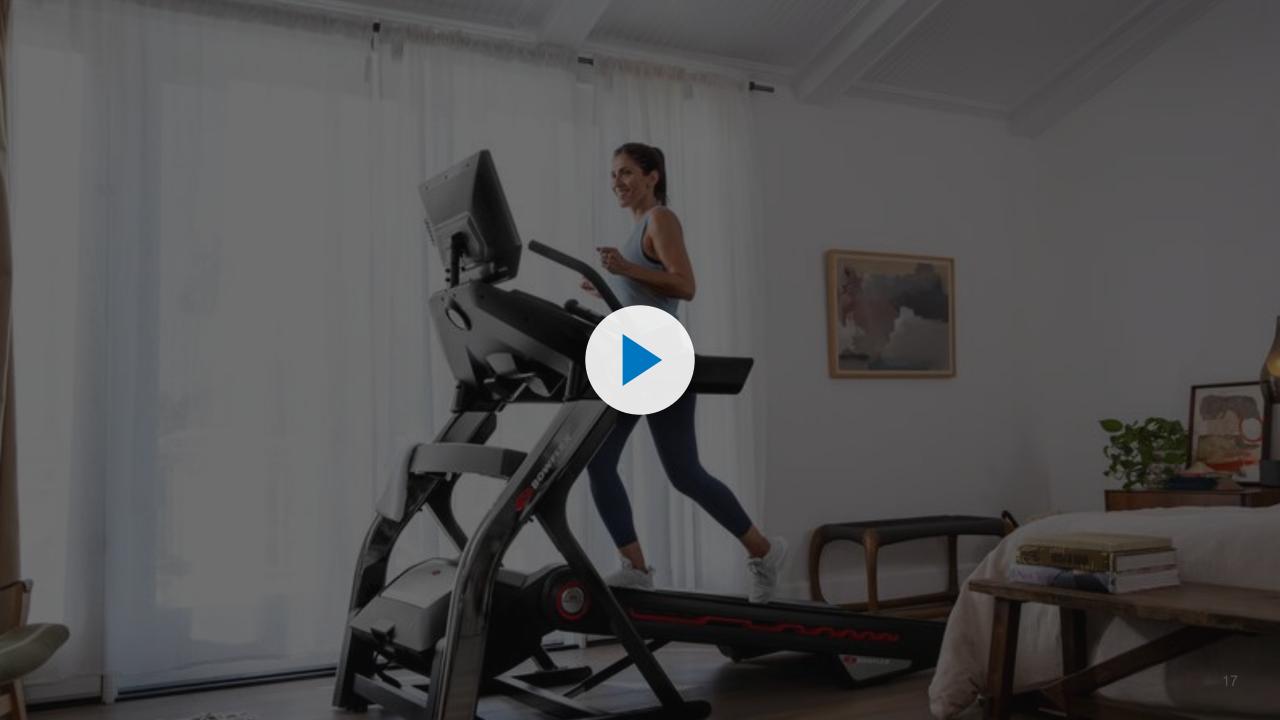


reddot award 2016 best of the best INNOVATION

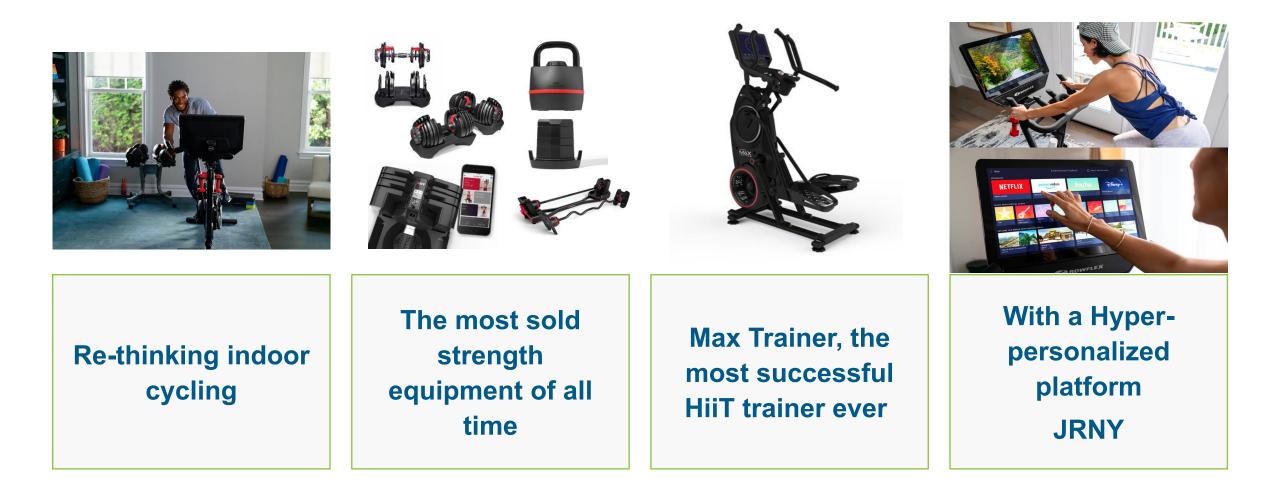
AWARDS

2021 HONOREE





2 Our Strengths: Deep History of Innovation and Consumer Choice









4 Connected Bikes

(3 with screens, one Bluetooth)



3 Connected Treads

(All screens)



3 HIIT Trainers/Ellipticals

(2 with screens, 1 Bluetooth)



Best-in-class Strength Assortment (with 1 Bluetooth connectible Dumbbell)



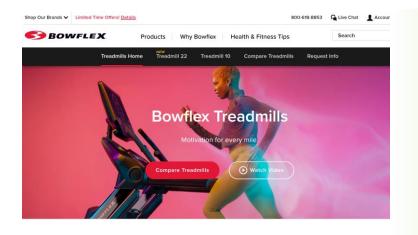
2 Our Strengths: Broad Suite of Products, To Bring the Gym Home





3 Our Strengths: Omni-channel Capabilities

Online Direct 44%



World-class cardio that challenges your best effort.

Elevate. Explore. Entertain.



Retail Presence 56%



3 Our Strengths: Omni-channel Capabilities

Established and growing retail presence a strategic advantage

Shop-in-shop



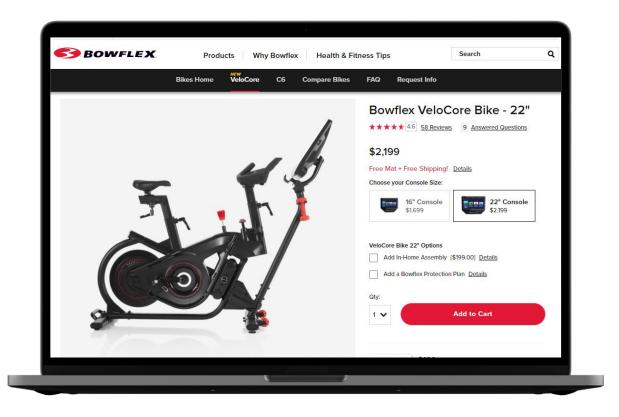
"Bowflex is the only brand that is bringing people to store" "Bowflex is strong in the strength category.. the 552 was the most sold product during March"

"NLS could expand offering into premium accessory categories given the brand recognition"

Select Retail Partners In the US, Canada, and 80+ other countries BEST Walmart 🔀 BUY amazon amazon CANADIAN TIRE US Int'l Nebraska Furniture Mart FLAMAN Academy Spreetail SSS Sun&Sand SCHEELS **O** TARGET

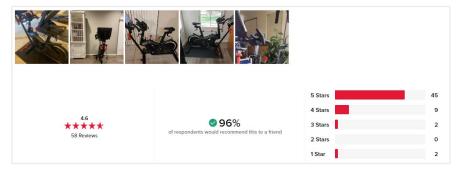


3 Our Strengths: Omni-channel Capabilities



Made significant improvements in our websites this past year

- Ability to cross-shop other brands
- Improved product pages (larger images and videos)
- Improved checkout experience and order status tracking
- Easier for consumers to post reviews. Many of them are sharing photos of their home setup





Assessment Early Action Towards North Star

CEO 2020 Goals

-) Strengthen the balance sheet
- **2**) Set Long-Term Strategic Direction
- **3**) Accelerate Connected Fitness
- (4) Find a sustainable model for Direct
- **(5)** Drive Profitable Growth in Retail
- **(6)** Turn Subscriptions Into a business
- 7) Put the Customer at the Center
- **B**) Prepare Organization for New Operating Model





Assessment Find Sustainable Model for Direct

Address the Root Causes of the Direct Segment Decline

Core Issues

- Repeating a similar unsuccessful media mix strategy for several years; Not keeping up with modern marketing techniques
- 2 Losing track of customers' evolving purchase journey and media consumption habits;
- (3) Non-targeted marketing
 -) Failing to introduce connected fitness and technology to our products rapidly enough

) Talent gaps

Key Actions Taken

- Replaced media agency; shifted to more digital vs traditional TV. Increasing role of earned and owned media
- Completed Attitudinal Segmentation; Becoming intimately familiar with target segments wants and needs
- Focus on product, price, and promotion
- Embraced new connected products and supported with integrated campaign
- Increased talent and capabilities in marketing, creative, and digital



4

5

Long Term Strategy Approach

Highly structured, data driven approach





Identify the Opportunities Rigorous Process Rooted in Data and Insights

Data and insights driven

Customer segmentation (attitudes, behaviors and motivations)

Market sizing (addressable and adjacencies)

Market analysis by modality (momentum and size)

Segmentations within modalities by price tiers (value, mid-tier and premium)

Profit pools across various dimensions (products, customers and geographies)

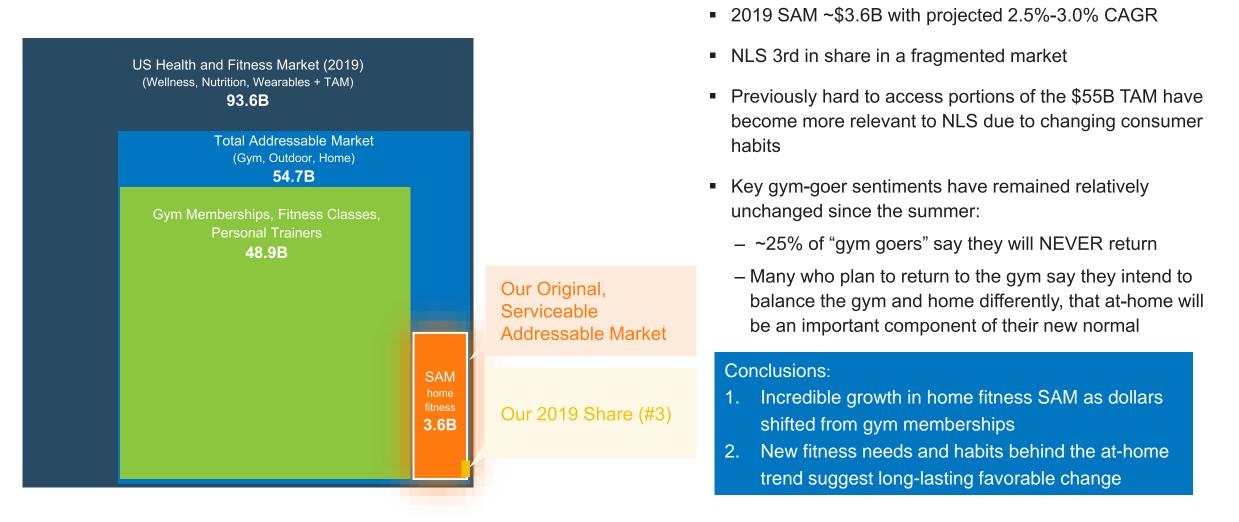
Crossed segment attractiveness vs. Nautilus strengths







Identify the Opportunities Our Addressable Market Has Grown





Identify the Opportunities COVID-19 Pandemic Has Accelerated Trends Already in Motion

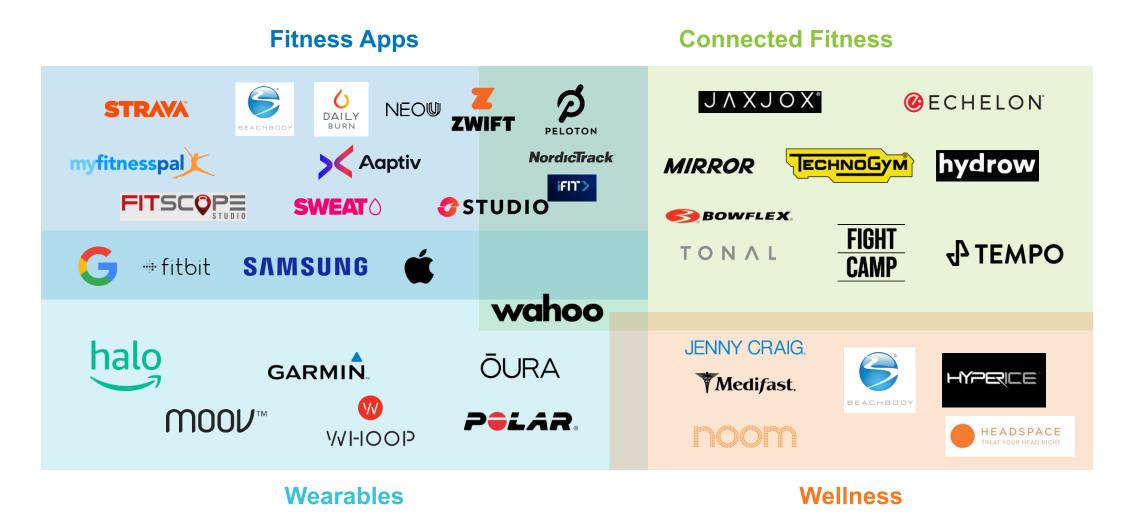
Opportunity for the Industry



The Home Gym is not an ephemeral COVID phenomenon. It is a Secular Trend that is gaining momentum



Identify the Opportunities Home Fitness Landscape is Complex and Fragmented





Identify the Opportunities Vision For Fitness-as-a-Service



Personalized workout plan



Adaptive workouts that evolve with each individual's progress



Workouts for every mood



Opportunities to connect with community



Rewards, motivation and gamification

Customized nutrition and wellness plan

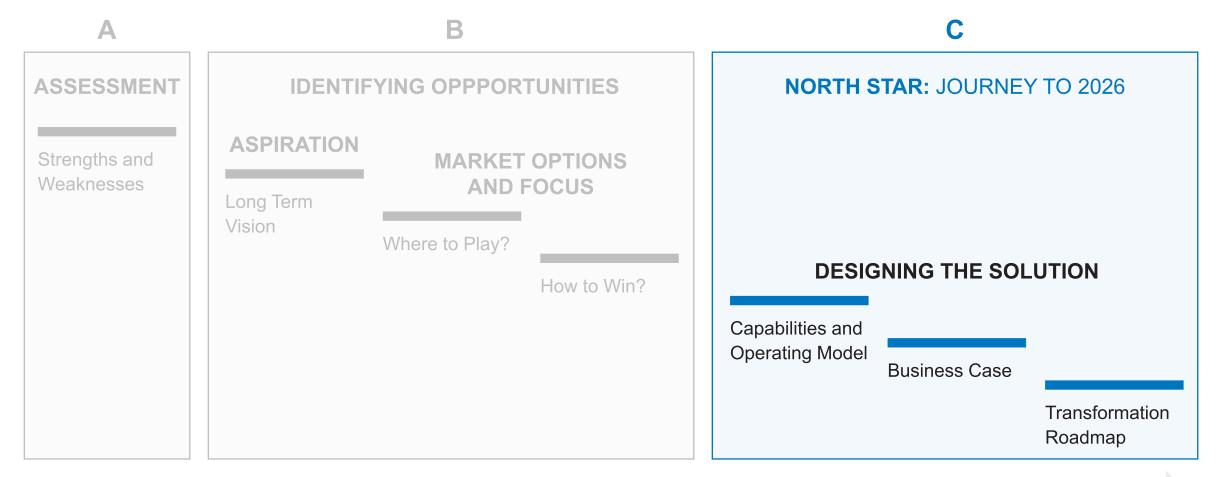


Connection with healthcare eco-system



Long Term Strategy Approach

Highly structured, data driven approach





North Star: 5 Strategic Pillars

Our Path to Digital Transformation







Adopt a Consumer-First Mindset

FROM

- Product development led
- Focus on "Quick Results" Hero Products marketed to a segment that doesn't like to exercise
- Five equipment brands (Bowflex, Schwinn, Nautilus, Octane, Universal) plus JRNY
- Outdated brand positioning
- "One and done" minimal consumer touchpoints

TO

- Consumer insights led
- Balanced Portfolio of Strength and Cardio designed to meet needs and wants of new target segments
- Focused equipment brand portfolio (Bowflex, Schwinn) plus JRNY
- Digitally forward, more modern positioning
- With consumers every day to help them achieve their fitness goals





Bowflex: Moving the Brand Forward

YESTERDAY

TODAY



ff If I Can You Can



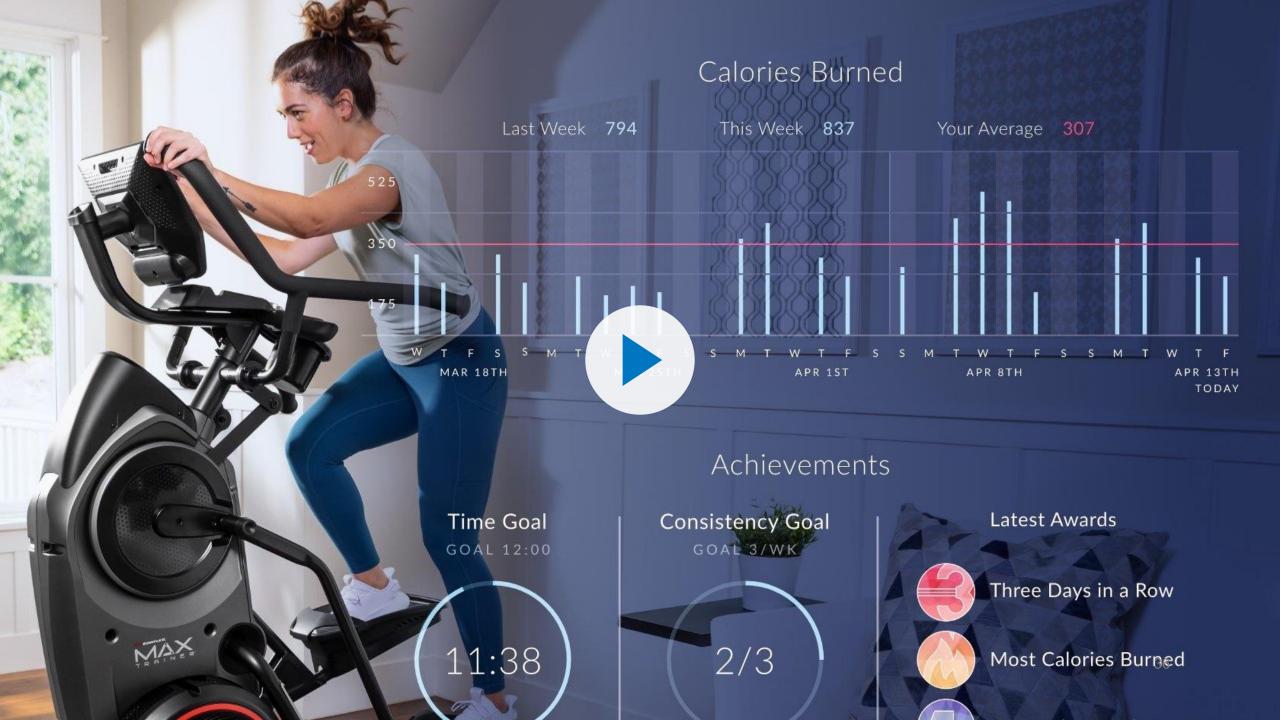
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World-class cardio that challenges your best effort



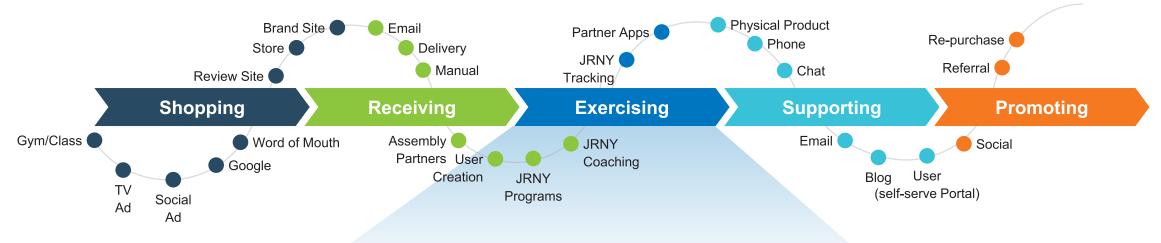








Support her through her shopping journey



Support her through her fitness journey





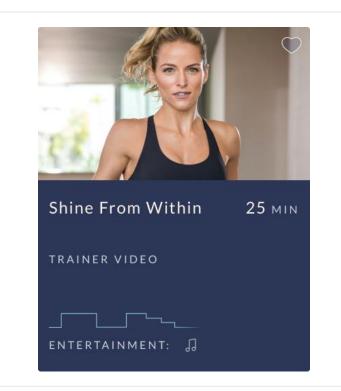


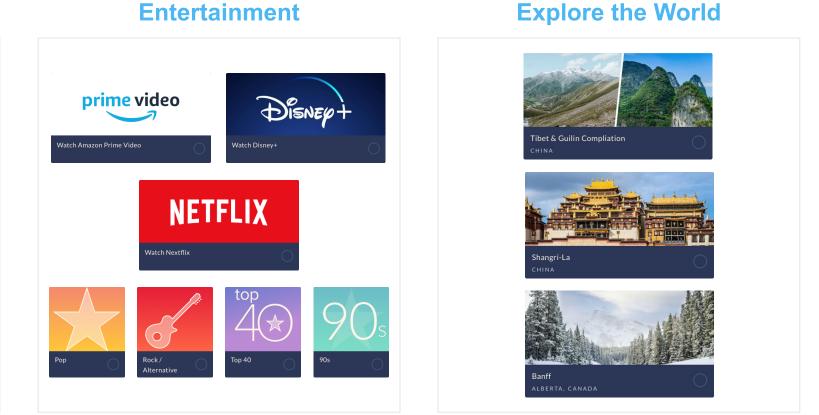




All-in-One Digital Fitness Platform for the Entire Family

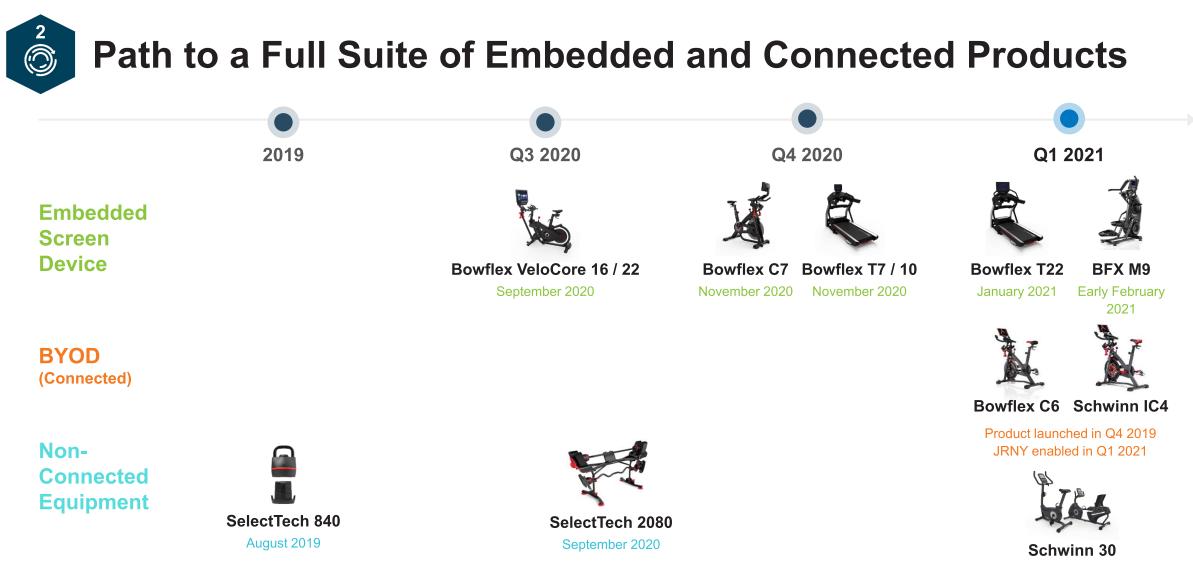
Trainer-led Workouts





Supported by Adaptive Personalized Training





August 2020

Platform

JRNY

Revamped JRNY

Hired Chief Digital Officer



Customer Feedback

$\star\star\star\star\star$

"It sets out a training program just for you. Really like that it mixes up the workouts so you're not getting bored."

> Malcolm P. Google Play

$\star \star \star \star \star \pm 5$ I actually WANT to get up and workout!

Comments about Bowflex VeloCore Bike - 22"

I love the having so many options for my workouts. This bike is easy and fun to use. I have been researching and looking at bikes for quite some time and I finally decided on the Velocore, due to the ability to be stationary or moveable. I LOVE my options and am glad I made the choice I did! I was bummed that the 16" monitor is such a long wait time, and with my impatience I just order the 22" screen. Nothing negative about this bike so far! #sweepstakes

Submitted 19 days ago By Nikki From Nebraska

Verified Buyer

$\star \star \star \star \star$

"Each set is different. JRNY appears to be in sync with me; not me with it. The routines get more challenging at a level I can do. I am feeling stronger and more confident with each workout. Go Bowflex."

> Google User Google Play

★★★★★ 5 Fantastic Treadmill

I have bought several treadmills in the past, and have usually given them away. My last treadmill was a reebok that after moving around the house and less than 50 hours on it the motherboard quit. Saw this Bowflex treadmill and purchased it. It was easy to assembly I put it together by myself without any problems this treadmill is very sturdy the platform is wide and long very very comfortable. All the controls are easy to use and understand, the JRNY workout app is great and easy to use I will be keeping my membership it makes training fun, and wanting to try a different workout with it. By far this is the best quality made treadmill I have ever owned

Submitted 14 days ago By Old Guy52 From Corona Ca

Verified Buyer

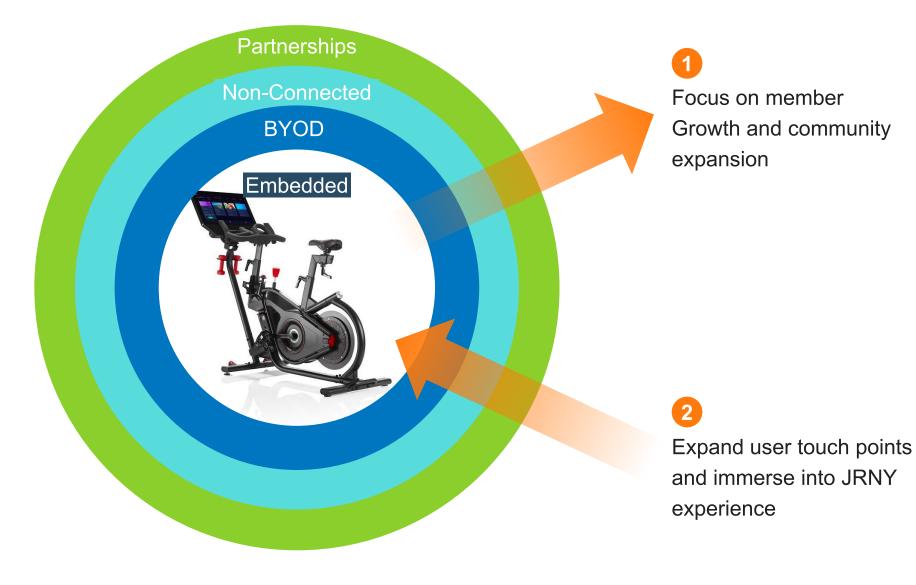


I've had this bike since 4th of February. I ride five days a week. This is huge for me to do 10 miles! I can feel myself getting stronger!! When I first started I could barely do 10 minutes! Love this bike!! I'll do another 10 miles this afternoon.

I think my favorite "I've got a little more to give" workout is the 12 minute Strength & Power Lean Coach. Super fun!!









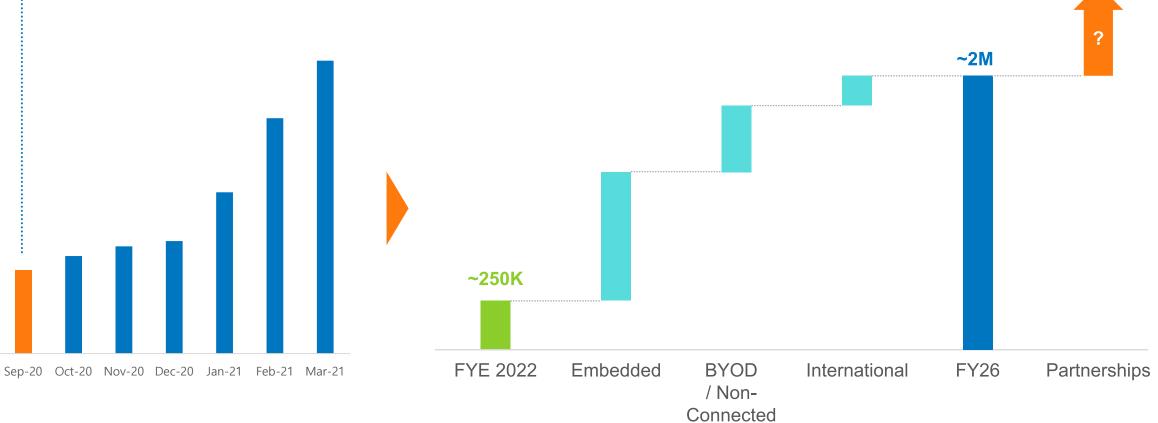


2026 JRNY Aspiration

Membership has increased nearly 4x since Velocore launch

Target Figures For JRNY Members

(one example of several paths available to get to ~2M)

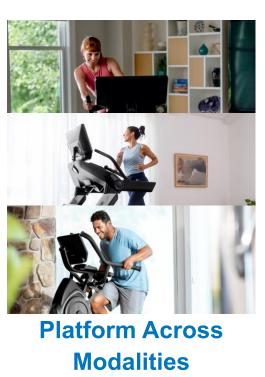




JRNY – What We Have Today



Differentiated Product (Variety and Personalization)





Great Consumer

Feedback



Ability to Scale





JRNY Investments Towards Fitness-as-a-Service









CONTENT

SOFTWARE CAPABILITIES

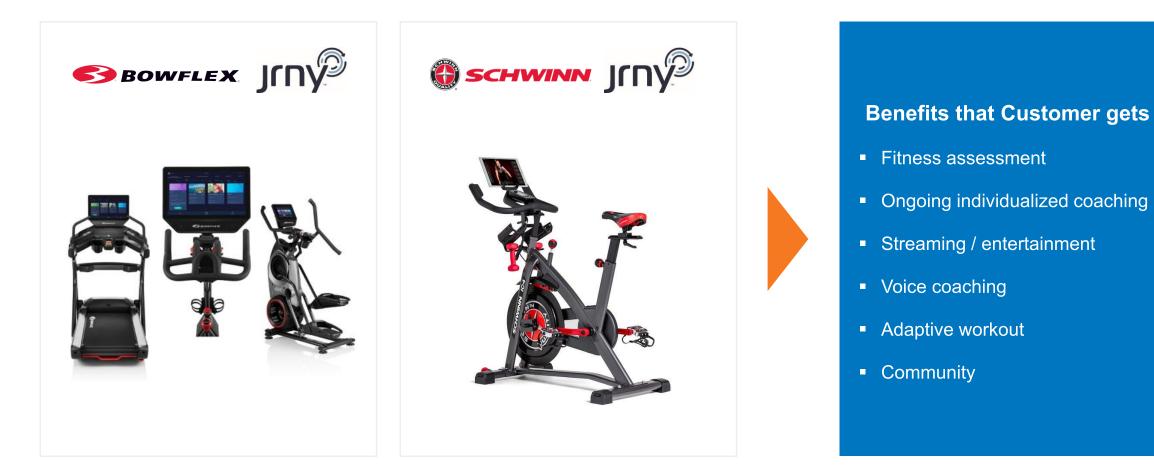
INFRASTRUCTURE

MARKETING





How We Will Market JRNY Today



No longer is your first day with Bowflex or Schwinn your best day





Strong Belief in Our JRNY Plan



MAGE ST.

The JRNY Experience

- Already strong
- Continued investment based on feedback, usage and competitive offerings
- Enhances equipment value proposition: JRNY influences equipment purchases
- Like Bowflex & Schwinn, JRNY priced competitively – attainable for a broader set of consumers

JRNY Plan for ~2M Members Leverages Nautilus Ecosystem

- Vast majority of growth leveraging installed base of existing and future Bowflex & Schwinn products, product marketing and customer lists
- Growth has already begun **4x increase in the last quarter** driven by our new connected fitness cardio products

Rapidly Growing Connected Installed Base

- Plan to sell hundreds of thousands of connected fitness units each year
- Expect attach rate near 100% & low churn
- JRNY leverages branded product marketing spend

Existing & Future BYOD and Non-Connected Products

Growth in Members From Three Principal Sources

- Backward compatibility for IC4 and C6 bikes (hundreds of thousands sold in the past 18 months)
- Millions of past and future nonconnected installed base (e.g., SelectTech line)
- Expect lower attach rate and higher churn
- User growth based on proprietary customer lists

3

Partnerships Outside Our Ecosystem

 Win/Win partnerships add features, content and scale (e.g., gyms, wearables, other equipment providers)



Focus Investments on our Core Businesses

Be disciplined about adhering to the choices we made. FEWER, BIGGER, BOLDER BETS

End Market	Home + Commercial	Home Eq	uipment + Digital
Brands	Bowflex, Schwinn, Nautilus, Octane, Universal + JRNY	Bowflex, Schwi	nn (bikes only) + JRNY
Target Segments	Shot-gun Approach	Focus on 3 Target	Segments; Halo to others
SKUs	All modalities and all price points; Every SKU equivalently valued		ngth. Mid-tier to Premium. n and cut off the unproductive tail
Channel	Favor Direct over Retail		ni-channel when, and how she wants to shop
International	80+ Countries All equivalently valued		ies with promising market potential to serve smaller geographies

FROM



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TO



Supply Chain as a Strategic Advantage

Big Goals

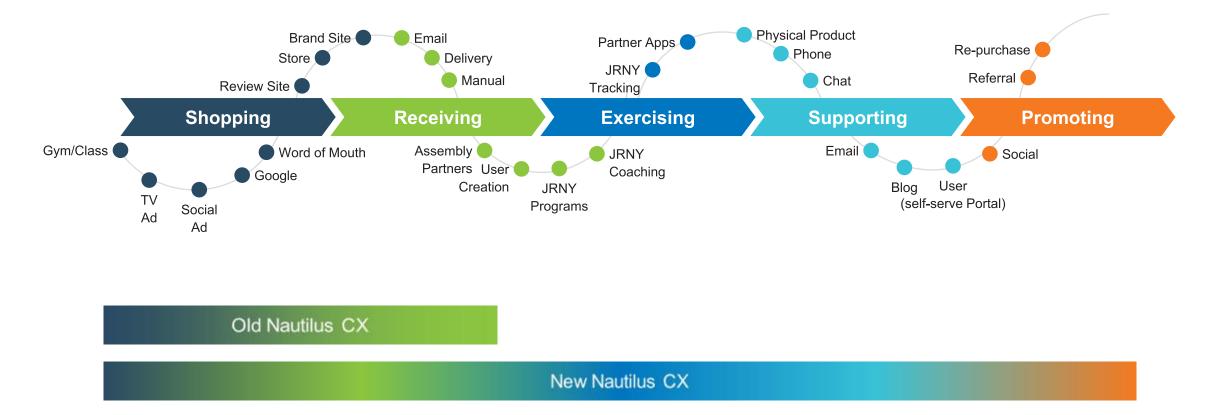
- Scalable supply chain that can support our long-term ambitions
- Short-term, continue to bring manufacturing capacity more in line with demand
- Over time, create geographic diversity in supply chain to decrease risk and increase speed to customer
- Use supply chain as an accelerator of our product development cycle
- Enhance supply chain for the digital side of the business
- Improve in-country distribution and logistics. Recent accomplishments: moved to new 3PL in the Netherlands. Evaluating a 3rd DC in the US
- Invest in technology new warehouse management system recently launched, increased tools to manage supply chain upstream and downstream
- Improve the end-consumer experience white glove delivery, assembly, haul away etc







Build Organizational Capabilities to Win



Building a consumer obsessed organization





Our Values



We are $\ensuremath{\mathsf{CONSUMER}}$ - OBSESSED. We

exist to serve consumer needs and wants, using data and our deep consumer knowledge to drive our decision making. \bigcirc

We stay **FOCUSED** on fewer, bigger, bolder bets and seek simplicity in all we do.



We are **AMBITIOUS INNOVATORS** who think big, seek to be the disruptors, and innovate differentiating experiences that make an important difference in our consumers' lives.



We are diligent **PROBLEM SOLVERS**,

accountable to ourselves and our teams by taking responsibility, providing transparency, and adhering to the highest ethical standards



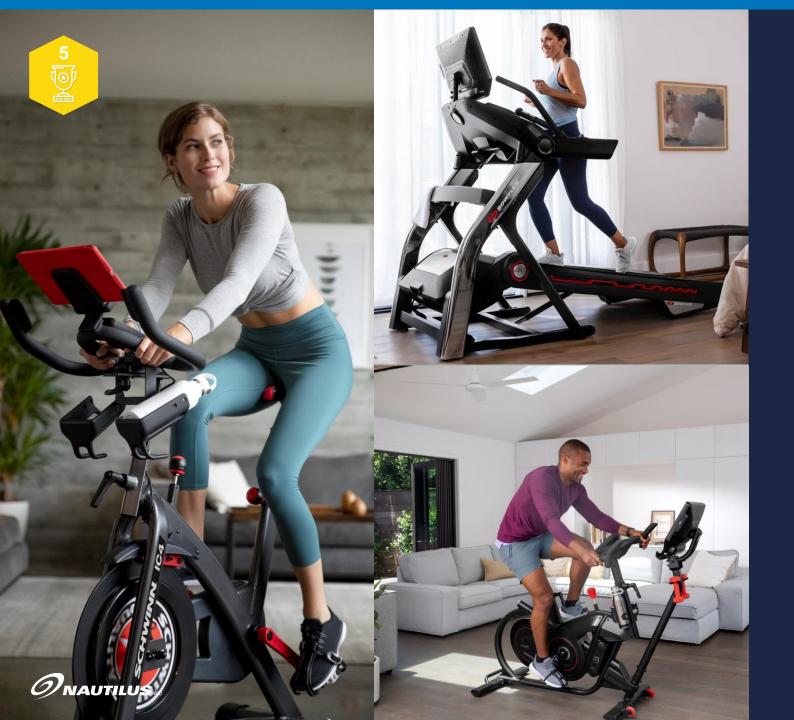
We CARE DEEPLY about our

employees, partners, shareholders, and communities where we do business and go above and beyond to be inclusive and create a positive environment where everyone's contributions are valued.



We **WIN TOGETHER** by putting our team above self, pushing and supporting each other, and having fun as we work together as a team to accomplish our goals.







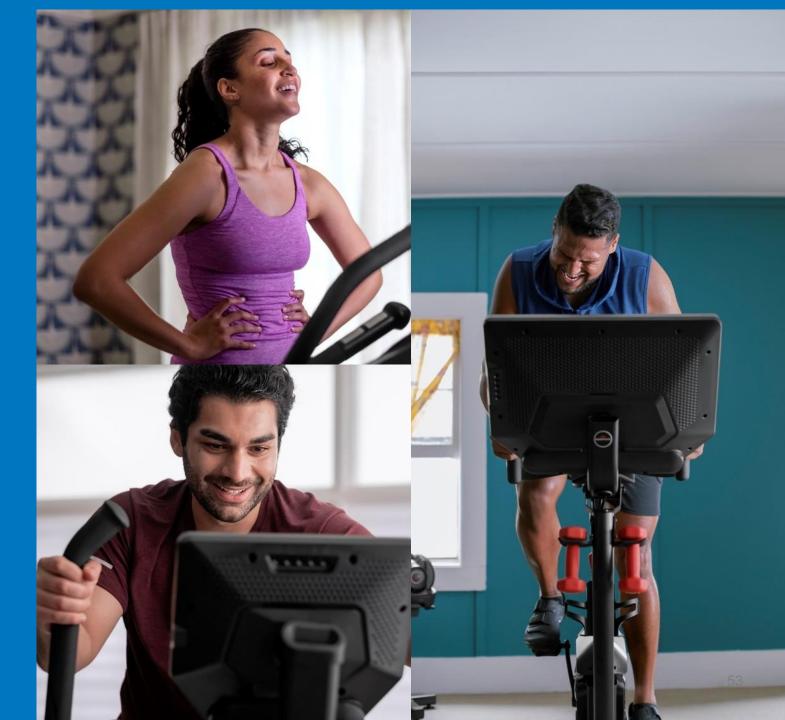
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We empower healthier living through individualized connected fitness experiences.



ONAUTILUS Inc Vision

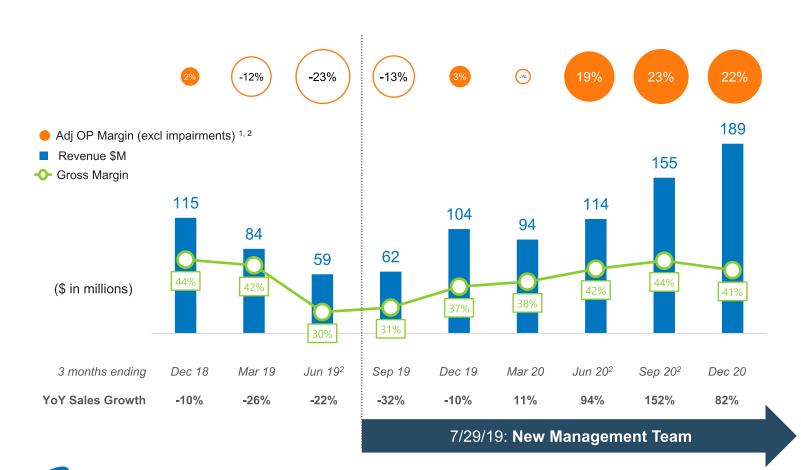
To build a healthier world, one person at a time





New Management Team: 6 Quarters of Progress

Balance delivering short-term results with making progress on long-term priorities



Improved Financial Resources

- \$94M in cash + ST investments as of 12/31
- \$70M Credit Facility
- S-3

Optimized Operating Model

- Addressed Root Causes of Direct's decline
- Rationalized SKUs
- Reshaped Cost Structure
- Started working through tech backlog

Early North Star Wins

- Increased Supply Chain Capacity
- Sold Octane
- 4x more new customers in last 12 months
- Completed Attitudinal Segmentation
- Hired new leaders
- 7 new embedded screen machines powered by JRNY
- Strong attachment rates and 4x increase in member count 54

NAUTILUS Inc ¹ Please see the appendix for a reconciliation of non-GAAP measures to GAAP

² Adjusted for June 2019 impairment of goodwill and other intangibles (\$72M), June 2020 loss on disposal group (\$29M), Sept 2020 gain on disposal group \$8M.

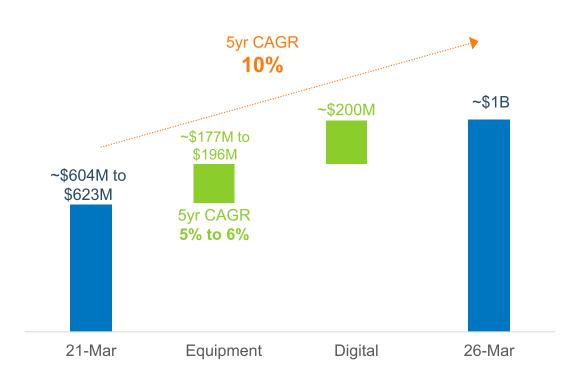
North Star: FYE 26 Financial Aspirations



Note: Fiscal Year 2022 begins on April 1, 2021. FYE 2026 is the 12-months ending 3/31/26



Revenue: Capture gym-goers by providing equipment and digital experiences that meet their wants and needs



Key assumptions and drivers of revenue growth 5-year CAGR of 10%

- 5% to 6% CAGR in equipment; may not be linear given environment
- Currently #3 in fragmented industry
- SAM expansion already in progress
- Structural changes in consumer at-home fitness habits

JRNY growth plan leverages Nautilus ecosystem

- Target existing and future equipment installed base
- Leverage equipment marketing to drive member growth
- Continue enhancing JRNY experience; investments in content
- Use partnerships as an accelerant
- Near-term milestone: 250k members by FYE22

Strong foundation

- Core company strengths: Brands, Products, Omni-channel
- New management team building a track record of delivering results
- Improved financial resources
- Optimized operating model
- Early North Star Wins

Historical Performance: Legacy Hardware Business

Cyclical business overly dependent on effectively advertising "hero products"



- Historically, the company experienced volatility primarily because of the weaknesses identified in the assessment stage of our long-range planning process
- FY ending Dec 2020 benefitted from a unique set of circumstances – high demand requiring minimal advertising spend

North Star creates a path to sustainable profitable growth

Legacy

Cyclical business overly dependent on effectively advertising "hero products"

Digitally Transformed

- **Revenue stabilized** with recurring digital revenue, broad product portfolio, and broad omnichannel distribution
- At scale, subscriptions margins higher than equipment
- Plan requires appropriate **investments** with a preference to "pay as we go" but with the long-term as our guide





¹ Please see the appendix for a reconciliation of non-GAAP measures to GAAP ² Adjusted for 2017 impairment of goodwill and other intangibles (\$9M), 2019 im

Adjusted for 2017 impairment of goodwill and other intangibles (\$9M), 2019 impairment of goodwill and other intangibles (\$72M), and 2020 loss on disposal group (\$21M)
 12-months ending March 2021 revenue reflects the guidance range provided for 3-months ending March 2021

North Star: Targeted Financials, Assumptions, and Investment Priorities

North Star



Total Revenue (10% 5-year CAGR)

Of total 20% revenue from digital subscriptions

~2M Members

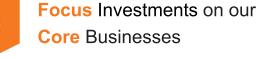
Sustainable Annual Operating Margins At least 10%

Digital Transformation through Adopt a Consumer First 8

Mindset









Evolve Supply Chain to be our Strategic Advantage

Build Organizational Capabilities to Win

Key Assumptions

- ☑ Continued SAM expansion
- ☑ Revenue and profit growth may not be linear
- Supply Chain will evolve to support revenue demand
- I Hundreds of thousands of embedded screen products shipped annually
- ☑ Compelling value proposition for BYOD and nonconnected
- ☑ 250k members by YE FY22
- ☑ At scale, JRNY gross margins are higher than equipment gross margins

Investment Priorities

- (1) JRNY member experience and accelerating scale
- Marketing: transactional and branding (2)
- (3) Innovation and technology
- (4) Product cost to accelerate JRNY member growth
- (5) People and capabilities
- 6 Partnerships and tuck-in acquisitions



Forward Looking Guidance Provided on February 22, 2021

For the Transition Period 1/1/2021 to 3/31/2021:

- We expect **net sales growth of 55% to 75%** versus the same period last year.
- Due to pressure from increased logistics costs, higher commodity prices, and continued foreign exchange headwinds, we expect gross margins to be relatively flat to the same period last year.
- We expect operating expenses to be higher in dollars but achieve leverage as these expenses are expected to be lower as a percent of sales than the same period last year, driven by increased marketing and investments in JRNY[®] and North Star.





North Star: Targeted Financials, Assumptions, and Investment Priorities

North Star



Total Revenue (10% 5-vear CAGR)

Of total 20% revenue from digital subscriptions

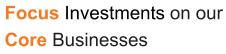
~2M Members

Sustainable Annual Operating Margins At least 10%

Digital Transformation through Adopt a Consumer First 8







Mindset



Evolve Supply Chain to be our Strategic Advantage

Build Organizational Capabilities to Win

Key Assumptions

- ☑ Continued SAM expansion
- ☑ Revenue and profit growth may not be linear
- Supply Chain will evolve to support revenue demand
- I Hundreds of thousands of embedded screen products shipped annually
- ☑ Compelling value proposition for BYOD and nonconnected
- ☑ 250k members by YE FY22
- ☑ At scale, JRNY gross margins are higher than equipment gross margins

Investment Priorities

- (1) JRNY member experience and accelerating scale
- Marketing: transactional and branding (2)
- (3) Innovation and technology
- (4) Product cost to accelerate JRNY member growth
- (5) People and capabilities
- 6 Partnerships and tuck-in acquisitions



North Star Early Wins – Points on the Board



Winning Products Strong Choiceful Portfolio 7 new embedded connected devices



JRNY Improvements Differentiated Digital Experience Adapted to the top 3 Modalities New CX across tablets, TV and phone New Content

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Early JRNY Scale Acceleration 1M+ workouts in 2020 through JRNY 4x member growth in the past quarter



Implemented Key Focusing Decisions

Sectors – Sold Octane Products – SKU rationalization Brands – A Defined Role for Each ᠿᢩᠿᢩᢔ

Strengthened Organization New Leaders Enhanced Digital Capabilities North Star Roll-out & Acceptance

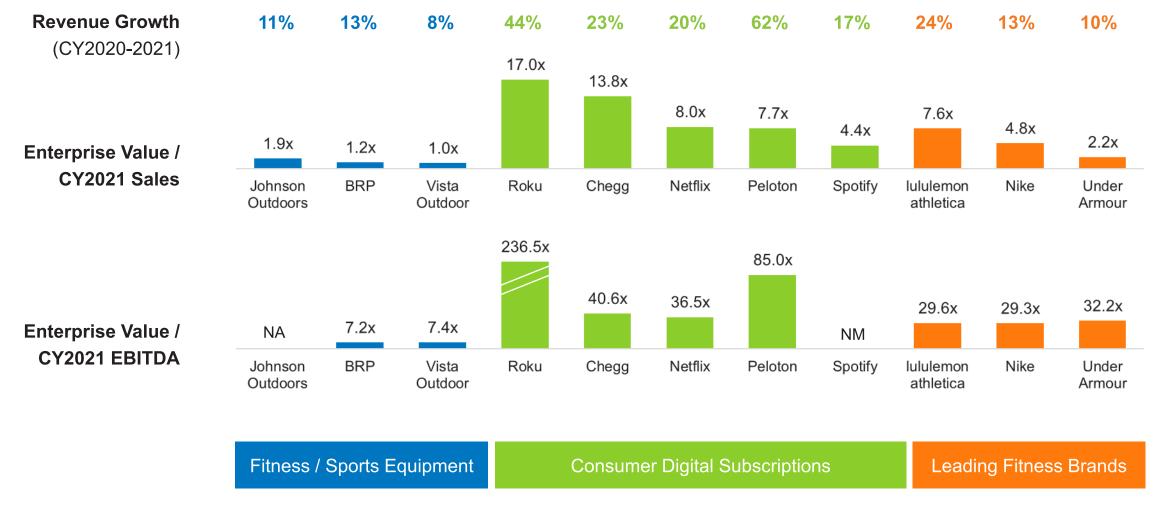


Becoming the New Nautilus





Framing the Opportunity





Come Along for the JouRNeY

We are a growth story transforming into a connected fitness family of brands with recurring membership revenue												
Attractive Industry Dynamics	Well-positioned for Growth	Strong Momentum of "New" Nautilus	North Star Strategy	Long-term Value								
Rapid SAM expansion and changing at-home fitness habits provide short and long-term market opportunity	Strong brands, market position, product portfolio, and broad distribution, now with a connected fitness business model	Strong financial results, balance sheet, new products and marketing, improving supply chain, and growth in customers & retail distribution	The right long-term direction, ambitious goals and strong early execution better position the New Nautilus for sustainable success	A digitally-focused company with significant momentum and enhanced opportunity valued as a hardware company								



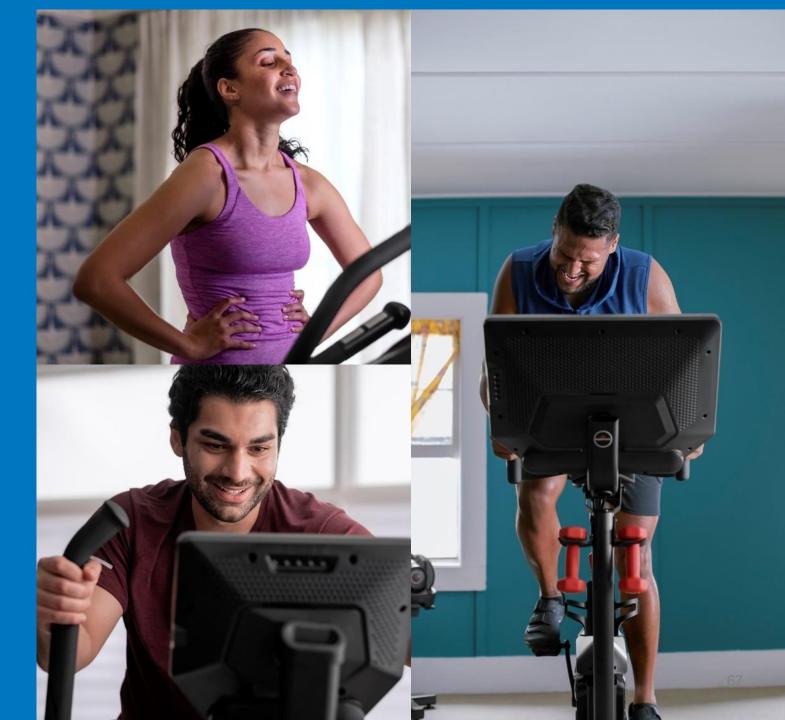
10 Minute Break Before Q&A



ONAUTILUS Inc Vision

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To build a healthier world, one person at a time





Appendix



RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

Non-GAAP Presentation

In addition to disclosing its financial results determined in accordance with GAAP, Nautilus has presented in this presentation certain non-GAAP financial measures, which exclude the impact of certain items (as further described below) and provide supplemental information regarding operating performance. Nautilus presents non-GAAP financial measures as a complement to results provided in accordance with GAAP, and the non-GAAP financial measures should not be regarded as a substitute for GAAP. By disclosing these non-GAAP financial measures, management intends to provide investors with a supplemental comparison of operating results and trends for the periods presented. Management believes these measures are also useful to investors as such measures allow investors to evaluate performance using the same metrics that management uses to evaluate past performance and prospects for future performance. Nautilus strongly encourages you to review all its financial statements and publicly filed reports in their entirety and to not rely on any single financial measure.

Adjusted Results

In addition to disclosing the comparable GAAP results, Nautilus has presented its operating income on an adjusted basis. Adjusted operating income excludes non-cash charges related to the loss on the disposal group held-for-sale, goodwill and the Octane Fitness® trade name intangible asset impairment. We believe that the adjustment of these charges, which are inconsistent in amount and frequency, supplements the GAAP information with a measure that can be used to assess the sustainability of our operating performance.



Adjusted Operating Income

The following tables present a reconciliation of operating income (loss), the most directly comparable GAAP measure, to Adjusted operating income (loss) (unaudited and in millions):

Three Months Ended

	12/31/2018		3/31/2019		6/30/2019		9/30/2019		12/31/2019		3/31/2020		e	6/30/2020		9/30/2020		12/31/2020		
Net Sales		\$ 11	5.4	\$	84.4	\$	59.0	\$	61.7	\$	104.2	\$	93.7	\$	114.	2	\$	155.4	\$	189.3
Operating income (loss)		\$	2.7	\$	(10.2)	\$	(85.4)	\$	(8.3)	\$	3.3	\$	(0.6)	\$	(7.1	.)	\$	44.0	\$	41.5
Loss (gain) on disposal group ⁽¹⁾		\$	-	\$	-			\$	-	\$	-	\$	-	\$	29.0)	\$	(8.3)	\$	-
Goodwill and other intangible impairment charge	(2)	\$	-	\$	-	\$	72.0	\$	-	\$	-	\$	-	\$	-		\$	-	\$	-
Adjusted operating income (loss)		\$	2.7	\$	(10.2)	\$	(13.4)	\$	(8.3)	\$	3.3	\$	(0.6)	\$	21.9)	\$	35.7	\$	41.5
Operating Margin %			2%		-12%		-145%		-13%		3%		-1%		-6	%		28%		22%
Adjusted Operating Margin %			2%		-12%		-23%		-13%		3%		-1%		19	%		23%		22%
Twelve Months Ended																				
	12,	/31/2011	1	12/31/2012	2 12	2/31/2013	3 12/	31/2014	12/31/	2015	12/31/2	016	12/31/20	17	12/31/	2018	12	/31/2019	12/	/31/2020
Net Sales	\$	180.4	\$	193.9	\$	218.8	\$	274.4	\$3	35.8	\$ 40	6.0	\$ 406	.2	\$ 39	96.8	\$	309.3	\$	552.6
Operating income (loss)	\$	3.6	\$	10.6	\$	15.7	\$	30.2	\$	40.3	\$ 53	3.4	\$ 36	.3	\$ 2	20.8	\$	(100.5)	\$	77.8
Loss (gain) on disposal group ⁽¹⁾	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-	\$	20.7
Goodwill and other intangible impairment charge ⁽²⁾	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-	\$ 8	8.8	\$	-	\$	72.0	\$	-
Adjusted operating income (loss)	\$	3.6	\$	10.6	\$	15.7	\$	30.2	\$	40.3	\$ 53	3.4	\$ 45	.1	\$ 2	20.8	\$	(28.5)	\$	98.5
Operating Margin %		2%		5%	,)	7%	6	11%		12%	1	.3%	Q	9%		5%		-33%		14%
Adjusted Operating Margin %																				

⁽¹⁾ Loss (gain) on disposal group

In accordance with Accounting Standards Codification ("ASC") 360, *Property, Plant and Equipment,* for a long-lived assets or disposal group classified as held-for-sale, a loss was recognized for the carrying amount that exceeded the fair market value of the long-lived assets less the cost to sell in June 2020, resulting in a \$29.0 million loss. During Q3 2020, the fair value less estimated costs was \$20.7 million, resulting in a \$8.3 million gain.

⁽²⁾ Goodwill and Other Intangible Impairment

In accordance with ASC 350, Intangibles - Goodwill and Other, Nautilus is required to test its goodwill and other indefinite-lived intangible assets for impairment annually or when a triggering event has occurred that would indicate that it is more likely than not that the fair value of the reporting units are less than the book value, including goodwill and intangibles. During the fourth quarter of 2017, we identified impairment indicators in our Octane Fitness brand name, resulting in an \$8.8 million non-cash impairment charge for 2017. In our assessment, a triggering event occurred during the second quarter of 2019 as a result of the decline in our stock price and overall market capitalization. Based on the assessment conducted, we estimated a \$72.0 million impairment.

