NUTRI SYSTEM INC /DE/ Form 15-12G March 25, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 000-28551

Nutrisystem, Inc.

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$

c/o Tivity Health, Inc.

701 Cool Springs Boulevard

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Franklin, Tennessee 37067

(800) 869-5311

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

Common Stock, \$0.001 par value per share

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1) Rule 12g-4(a)(2) Rule 12h-3(b)(1)(i) Rule 12h-3(b)(1)(ii) Rule 15d-6 Rule 15d-22(b)

Approximate number of holders of record as of the certification or notice date: 1

Pursuant to the requirements of the Securities Exchange Act of 1934 Nutrisystem, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

NUTRISYSTEM, INC.

Date: March 25, 2019

By: /s/ Ryan Wagers Name: Ryan Wagers Title: Treasurer