

Smith & Wesson Holding Corporation Reports Fourth Quarter and Full Year Fiscal 2016 Financial Results

June 16, 2016

Net Sales of \$221.1 Million for Fourth Quarter, up 22.2% Year-Over-Year
 Fourth Quarter GAAP Net Income Per Diluted Share of \$0.63
 Fourth Quarter Non-GAAP Net Income Per Diluted Share of \$0.66
 Full Year Revenue of \$722.9 Million

SPRINGFIELD, Mass., June 16, 2016 /PRNewswire/ -- Smith & Wesson Holding Corporation (NASDAQ Global Select: SWHC), a leader in firearm manufacturing and design, today announced financial results for the fiscal fourth quarter and full year ended April 30, 2016.



Fourth Quarter Fiscal 2016 Financial Highlights

- Quarterly net sales were \$221.1 million, an increase of 22.2% over the fourth quarter last year. Firearms division net sales of \$203.7 million increased by 22.4% over the comparable quarter last year. Accessories division net sales of \$17.5 million increased by 19.8% over the comparable quarter last year.
- Gross margin for the quarter was 41.6% compared with 37.1% for the comparable quarter last year.
- Quarterly GAAP net income was \$35.6 million, or \$0.63 per diluted share, compared with \$21.9 million, or \$0.40 per
 diluted share, for the comparable quarter last year. Fourth quarter 2016 and 2015 GAAP net income per diluted share
 included an expense of \$1.7 million and \$1.5 million, respectively, for amortization, net of tax, related to the Battenfeld
 Technologies, Inc. (BTI) acquisition.
- Quarterly non-GAAP net income was \$37.4 million, or \$0.66 per diluted share, compared with \$24.9 million, or \$0.45 per diluted share, for the comparable quarter last year.
- Quarterly non-GAAP Adjusted EBITDAS was \$68.7 million, or 31.1% of net sales.

Full Year Fiscal 2016 Financial Highlights

- Full year net sales totaled \$722.9 million, an increase of 31.0% from last year. Firearms division net sales were \$657.6 million, an increase of 23.8% from last year. Accessories division net sales were \$65.3 million, an increase from \$20.6 million from last year, a year in which the company acquired BTI and therefore reported only five months of accessories division sales in 2015.
- Full year gross margin was 40.6% compared with 35.3% last year.
- Full year GAAP income from continuing operations was \$94.0 million, or \$1.68 per diluted share, compared with \$49.8 million, or \$0.90 per diluted share, last year.
- Full year non-GAAP income from continuing operations was \$1.83 per diluted share, compared with \$1.02 per diluted share last year.
- Full year non-GAAP Adjusted EBITDAS from continuing operations was \$202.4 million, or 28.0% of net sales.

James Debney, Smith & Wesson Holding Corporation President and Chief Executive Officer, commented, "Our solid fourth quarter and full year performance further validates our vision, which is to become the leading provider of quality products for the shooting, hunting, and rugged outdoor enthusiast. We continued to successfully execute on our long-term strategy, while delivering financial and operational results that set a number of new company records. In our firearms division, we made several important new product introductions and continued to leverage our flexible manufacturing model, allowing us to benefit from strong consumer demand. In our first full year of accessories revenue, we expanded our product portfolio organically as well as through a targeted acquisition, delivering double-digit top line revenue growth. Looking ahead to fiscal 2017, we expect that a strong balance sheet, combined with our track record of successful acquisitions, positions us well for an expanding role in the market for products for

shooting, hunting, and rugged outdoor enthusiasts."

Jeff Buchanan, Executive Vice President, Chief Financial Officer, and Chief Administrative Officer, commented, "Gross margin performance remained strong throughout fiscal 2016, driven by robust volumes in our firearms division and favorably impacted by the strong gross margins in our accessories division. In fiscal 2016, we generated \$168.6 million in operating cash flow, establishing a new company record. We ended the year with cash and cash equivalents totaling \$191.3 million and total bank debt and Senior Notes of \$175.3 million, leaving us with zero net debt. In fiscal 2017, we expect to use the strength of our balance sheet, including our unused \$175 million revolving line of credit, to fuel growth opportunities, both organic and inorganic."

Financial Outlook

SMITH & WESSON HOLDING CORPORATION NET SALES AND EARNINGS PER SHARE GUIDANCE, INCLUDING GAAP TO NON-GAAP RECONCILIATION (Unaudited)

	Range for the Three Mo 2016	• • •	Range for the Year Ending April 30, 2017			
Net sales (in thousands)	\$ 190,000	\$ 200,000	\$ 740,000	\$ 760,000		
GAAP income per share - diluted Amortization of acquired intangible	\$ 0.46	\$ 0.50	\$ 1.71	\$ 1.81		
assets	0.05	0.05	0.19	0.19		
Tax effect of non-GAAP adjustments	(0.02)	(0.02)	(0.07)	(0.07)		
Non-GAAP income per share - diluted	\$ 0.49	\$ 0.53	\$ 1.83	\$ 1.93		

Conference Call and Webcast

The company will host a conference call and webcast today, June 16, 2016, to discuss its fourth quarter and full year fiscal 2016 financial and operational results. Speakers on the conference call will include James Debney, President and Chief Executive Officer, and Jeffrey D. Buchanan, Executive Vice President, Chief Financial Officer, and Chief Administrative Officer. The conference call may include forward-looking statements. The conference call will be webcast live and is scheduled to begin at 5:00 p.m. Eastern Time. The live audio broadcast and replay of the conference call can be accessed on Smith & Wesson's website at www.smith-wesson.com (Windows Media is required). Those interested in listening to the conference call via telephone may call directly at 844-309-6568 and reference conference code 26467969. No RSVP is necessary. The company will maintain an audio replay of this conference call on its website for a period of time after the call. No other audio replay will be available.

Reconciliation of U.S. GAAP to Non-GAAP Financial Measures

In this press release, certain non-GAAP financial measures, including "non-GAAP net income," "Adjusted EBITDAS," and "free cash flow" are presented. From time-to-time, the company considers and uses these supplemental measures of operating performance in order to provide the reader with an improved understanding of underlying performance trends. The company believes it is useful for itself and the reader to review, as applicable, both (1) GAAP measures that include (i) amortization of acquired intangible assets, (ii) TCA accessories transition costs, (iii) discontinued operations, (iv) DOJ and SEC costs including insurance recovery costs, (v) acquisition-related costs, (vi) bond premium, (vii) debt extinguishment costs, (viii) the tax effect of non-GAAP adjustments, (ix) interest expense, (x) income taxes, (xi) depreciation and amortization, (xii) stock-based compensation expense, (xiii) payments for acquisitions, and (xiv) receipts from note receivable; and (2) the non-GAAP measures that exclude such information. The company presents these non-GAAP measures because it considers them an important supplemental measure of its performance. The company's definition of these adjusted financial measures may differ from similarly named measures used by others. The company believes these measures facilitate operating performance comparisons from period to period by eliminating potential differences caused by the existence and timing of certain expense items that would not otherwise be apparent on a GAAP basis. These non-GAAP measures have limitations as an analytical tool and should not be considered in isolation or as a substitute for the company's GAAP measures. The principal limitations of these measures are that they do not reflect the company's actual expenses and may thus have the effect of inflating its financial measures on a GAAP basis.

About Smith & Wesson

Smith & Wesson Holding Corporation (NASDAQ Global Select: SWHC) is a leading manufacturer of firearms and a provider of quality accessory products for the shooting, hunting, and rugged outdoor enthusiast, delivering a broad portfolio of quality firearms and shooting, hunting and outdoor accessories, to the global consumer and professional markets. The company's firearms division brands include Smith & Wesson®, M&P®, and Thompson/Center Arms™. As a leading provider of shooting, hunting, and outdoor accessories, including reloading, gunsmithing, gun cleaning supplies, tree saws, and vault accessories, the company's accessories division produces innovative, high-quality products under several brands, including Caldwell® Shooting Supplies, Wheeler® Engineering, Tipton® Gun Cleaning Supplies, Frankford Arsenal® Reloading Tools, Lockdown® Vault Accessories, Hooyman® Premium Tree Saws, BOG POD®, and Golden Rod® Moisture Control. The company's manufacturing services division provides forging, machining, and precision plastic service for outside businesses. Smith & Wesson facilities are located in Massachusetts, Maine, Connecticut, and Missouri. For more information on Smith & Wesson, call (800) 331-0852 or log on to www.smith-wesson.com.

Safe Harbor Statement

Certain statements contained in this press release may be deemed to be forward-looking statements under federal securities laws, and we intend that such forward-looking statements be subject to the safe-harbor created thereby. Such forward-looking statements include our vision, which is to become the leading provider of quality products for the shooting, hunting, and rugged outdoor enthusiast; our belief that we continued to successfully execute on our long-term strategy; our expectation for fiscal 2017 that a strong balance sheet, combined with our track record of successful acquisitons, positions us well for an expanding role in the market for products for shooting, hunting, and rugged outdoor enthusiasts; our expectation for fiscal 2017 to use the strength of our balance sheet, including our unused revolving line of credit, to fuel growth opportunities, both organic and inorganic; and our expectations for net sales, GAAP income per diluted share, amortization of acquired intangible assets, tax effect of non-GAAP adjustments, and non-GAAP income per diluted share for the first quarter of fiscal 2017 and for fiscal 2017. We caution that these statements are qualified by important factors that could cause actual results to differ materially from those reflected by such forward-looking statements. Such factors

include the demand for our products; the costs and ultimate conclusion of certain legal matters; the state of the U.S. economy in general and the firearm industry in particular; general economic conditions and consumer spending patterns; the potential for increased regulation of firearms and firearm-related products; speculation surrounding fears of terrorism and crime; our growth opportunities; our anticipated growth; our ability to increase demand for our products in various markets, including consumer, law enforcement, and military channels, domestically and internationally; the position of our hunting products in the consumer discretionary marketplace and distribution channel; our penetration rates in new and existing markets; our strategies; our ability to introduce new products; the success of new products; our ability to expand our markets; our ability to integrate acquired businesses in a successful manner; the general growth of our firearm accessories business; the potential for cancellation of orders from our backlog; and other risks detailed from time to time in our reports filed with the SEC, including our Annual Report on Form 10-K for the fiscal year ended April 30, 2016.

SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF INCOME

	For the Three Months Ended					For the Ye	ars End	ded
	April 30, 2016 (Unaudited)		•	30, 2015 udited)	April 30, 2016		Ap	ril 30, 2015
			(In thous	ands, except p	er share	data)		
Net sales	\$	221,117	`\$	180,997	\$	722,908	\$	551,862
Cost of sales		129,049		113,853		429,096		356,936
Gross profit		92,068		67,144		293,812		194,926
Operating expenses:		_		_				_
Research and development		2,393		2,113		10,005		6,943
Selling and marketing		8,997		9,149		42,257		36,033
General and administrative		23,781		18,558		82,907		62,322
Total operating expenses		35,171		29,820		135,169		105,298
Operating income		56,897		37,324		158,643		89,628
Other (expense)/income:								
Other (expense)/income, net		(5)		40		(22)		39
Interest income		37		119		176		395
Interest expense		(1,991)		(3,248)		(13,704)		(11,330)
Total other (expense)/income, net		(1,959)		(3,089)		(13,550)		(10,896)
Income from continuing operations before								
income taxes		54,938		34,235		145,093		78,732
Income tax expense		19,291		12,295		51,135		28,905
Income from continuing operations		35,647		21,940		93,958		49,827
Discontinued operations:								
Loss from operations of discontinued				(50)				(007)
security solutions division		_		(52)		_		(297)
Income tax expense/(benefit)				1				(83)
Loss from discontinued operations	Φ.	25.047		(53)	<u> </u>		•	(214)
Net income	\$	35,647	\$	21,887	\$	93,958	\$	49,613
Net income per share:								
Basic - continuing operations	\$	0.64	\$	0.41	\$	1.72	\$	0.92
Basic - total	\$	0.64	\$	0.41	\$	1.72	\$	0.92
Diluted - continuing operations	\$	0.63	\$	0.40	\$	1.68	\$	0.90
Diluted - total	\$	0.63	\$	0.40	\$	1.68	\$	0.90
Weighted average number of common shares outstanding:								
Basic		55,554		53,846		54,765		53,988
Diluted		56,396		55,074		55,965		55,228
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SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

	As of				
	Apri	il 30, 2016	Apri	il 30, 2015	
	(In thousands, except par value and share data)				
ASSETS			,		
Current assets:					
Cash and cash equivalents	\$	191,279	\$	42,222	
Accounts receivable, net of allowance for doubtful accounts of \$680 on April 30, 2016 and \$722					
on April 30, 2015		57,792		55,280	
Inventories		77,789		76,895	
Prepaid expenses and other current assets		4,307		6,306	
Deferred income taxes		_		16,373	

Total current assets 333,231 197,076 Property, plant, and equipment, net Intangibles, net 62,924 73,788 Goodwill 76,357 75,426 Other assets 11,586 10,811 Current liabilities: LIABILITIES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable \$ 45,513 \$ 23,600 Accrued expenses 28,447 24,302 Accrued payroll and incentives 18,784 7,556 Accrued profit sharing 5,960 4,224 Accrued profit sharing 6,129 6,404 Current portion of notes payable 6,309 — Total current liabilities 122,592 81,011 Deferred income taxes 122,592 81,011 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Comminments and contingencies 311,687 296,555 Comminments and contingencies 372 7	Income tax receivable		2,064		_
Intangibles, net 62,924 73,768 Goodwill 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,357 75,426 76,350	Total current assets		333,231		197,076
Goodwill 76,357 75,426 Other assets 11,586 10,811 LIABILITIES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable \$ 45,513 \$ 32,360 Accrued expenses 28,447 24,302 Accrued payroll and incentives 18,784 7,556 Accrued profit sharing 5,960 4,224 Accrued profit sharing 11,459 6,165 Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 —— Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 311,87 296,555 Commitments and contingencies 311,887 296,555 Commitments and contingencies 31,587 296,555 Common stock, \$.001 par value, 20,000,000 shares authorized, no shares issued and contingencies 72 70 Stockholders' equity: 72 70	Property, plant, and equipment, net		135,405		133,844
Goodwill 76,357 75,426 Other assets 11,586 10,811 LIABILITIES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable 45,513 \$ 32,360 Accrued expenses 28,447 24,302 Accrued payroll and incentives 18,784 7,556 Accrued profit sharing 5,960 4,224 Accrued profit sharing 11,459 6,185 Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 122,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 311,867 296,555 Commitments and contingencies 311,867 296,555 Stockholders' equity: — — Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198			62,924		73,768
Current liabilities: Security Security			76,357		75,426
Current liabilities:	Other assets		11,586		10,811
Current liabilities: 45,513 \$ 32,360 Accrued expenses 28,447 24,302 Accrued payroll and incentives 18,784 7,556 Accrued income taxes 5,960 4,224 Accrued profit sharing 61,29 6,165 Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies 311,687 296,555 Stockholders' equity: — — Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,3		\$	619,503	\$	490,925
Accounts payable \$ 45,513 \$ 32,360 Accrued expenses 28,447 24,302 Accrued payroll and incentives 18,784 7,556 Accrued income taxes 5,960 4,224 Accrued profit sharing 11,459 6,165 Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 311,687 296,555 Commitments and contingencies 311,687 296,555 Stockholders' equity: — — Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding comments of the part of part value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 7 7 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/i	LIABILITIES AND STOCKHOLDERS' EQUITY				<u> </u>
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Accrued payroll and incentives 18,784 7,556 Accrued income taxes 5,960 4,224 Accrued profit sharing 11,459 6,165 Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies 311,687 296,555 Stockholders' equity: — — Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding — — Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748)	1 2	•	,	•	•
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Accrued warranty 6,129 6,404 Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: — — Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding — — — Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	• •		5,960		4,224
Current portion of notes payable 6,300 — Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding — — Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Accrued profit sharing		11,459		6,165
Total current liabilities 122,592 81,011 Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: - - Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Accrued warranty		6,129		6,404
Deferred income taxes 12,161 33,905 Notes payable, net of current portion 166,564 170,933 Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: - - Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Current portion of notes payable		6,300		_
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Other non-current liabilities 10,370 10,706 Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: - - Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Deferred income taxes		12,161		33,905
Total liabilities 311,687 296,555 Commitments and contingencies Stockholders' equity: Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) Total stockholders' equity 307,816 194,370	Notes payable, net of current portion		166,564		170,933
Commitments and contingencies Stockholders' equity: Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 Additional paid-in capital Retained earnings Accumulated other comprehensive (loss)/income Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) Total stockholders' equity Commitments and contingencies Stockholders' equity ———————————————————————————————————	Other non-current liabilities		10,370		10,706
Stockholders' equity: Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 Additional paid-in capital Retained earnings Accumulated other comprehensive (loss)/income Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) Total stockholders' equity - — - — - — - — - — - — - — -	Total liabilities		311,687		296,555
Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 Additional paid-in capital Retained earnings Accumulated other comprehensive (loss)/income Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) Total stockholders' equity - — - — - — - — - — - — - — -	Commitments and contingencies		_		
Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and 55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 shares outstanding on April 30, 2015 72 70 Additional paid-in capital Retained earnings 239,505 219,198 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Stockholders' equity:				
55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459 72 70 shares outstanding on April 30, 2015 239,505 219,198 Additional paid-in capital 241,310 147,352 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Preferred stock, \$.001 par value, 20,000,000 shares authorized, no shares issued or outstanding		_		_
shares outstanding on April 30, 2015 72 70 Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Common stock, \$.001 par value, 100,000,000 shares authorized, 71,558,633 shares issued and				
Additional paid-in capital 239,505 219,198 Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	55,996,011 shares outstanding on April 30, 2016 and 69,625,081 shares issued and 54,062,459				
Retained earnings 241,310 147,352 Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	shares outstanding on April 30, 2015		72		70
Accumulated other comprehensive (loss)/income (748) 73 Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Additional paid-in capital		239,505		219,198
Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015) (172,323) (172,323) Total stockholders' equity 307,816 194,370	Retained earnings		241,310		147,352
Total stockholders' equity 307,816 194,370	Accumulated other comprehensive (loss)/income		(748)		73
	Treasury stock, at cost (15,562,622 shares on April 30, 2016 and April 30, 2015)		(172,323)		(172,323)
<u>\$ 619,503</u> <u>\$ 490,925</u>	Total stockholders' equity		307,816		194,370
		\$	619,503	\$	490,925

SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS

	For the Years Ended			
	Apr	il 30, 2016	Apı	ril 30, 2015
		(In tho	usands)	
Cash flows from operating activities:				
Net income	\$	93,958	\$	49,613
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation and amortization		41,237		30,893
Loss on sale/disposition of assets		256		267
Provision for losses on notes and accounts receivable		511		122
Deferred income taxes		(4,448)		2,341
Stock-based compensation expense		6,472		5,808
Changes in operating assets and liabilities (net effect of acquisitions):				
Accounts receivable		(2,254)		10,983
Inventories		(804)		25,662
Prepaid expenses and other current assets		1,999		(569)
Income tax payable		(328)		8,965
Accounts payable		13,048		(7,345)
Accrued payroll and incentives		11,228		(9,525)
Accrued profit sharing		5,294		(4,895)
Accrued expenses		3,929		1,361
Accrued warranty		(275)		891
Other assets		(237)		(348)
Other non-current liabilities		(1,029)		583
Net cash provided by operating activities		168,557		114,807
Cash flows from investing activities:				
Payments for the net assets of Tri-Town Precision Plastics, Inc.		_		(23,805)
Payments to acquire Battenfeld Technologies, Inc., net of cash acquired		_		(135,437)
Payments to acquire PowerTech, Inc.		(1,220)		
(Deposits)/refunds on machinery and equipment		(1,128)		1,431
Receipts from note receivable		84		81
Payments to acquire patents and software		(315)		(392)
Proceeds from sale of property and equipment		61		264

Payments to acquire property and equipment	 (29,474)	 (28,199)
Net cash used in investing activities	(31,992)	(186,057)
Cash flows from financing activities:		
Proceeds from loans and notes payable	105,000	175,000
Cash paid for debt issuance costs	(1,024)	(2,558)
Payments on capital lease obligation	(596)	(596)
Payments on notes payable	(104,725)	(100,000)
Proceeds from Economic Development Incentive Program	_	640
Payments to acquire treasury stock	_	(30,040)
Proceeds from exercise of options to acquire common stock, including employee stock purchase		
plan	11,265	3,103
Payment of employee withholding tax related to restricted stock units	(2,646)	(1,708)
Excess tax benefit of stock-based compensation	 5,218	 771
Net cash provided by financing activities	 12,492	 44,612
Net increase/(decrease) in cash and cash equivalents	149,057	(26,638)
Cash and cash equivalents, beginning of period	 42,222	 68,860
Cash and cash equivalents, end of period	\$ 191,279	\$ 42,222
Supplemental disclosure of cash flow information		
Cash paid for:		
Interest	\$ 13,007	\$ 8,617
Income taxes	50,924	16,926

RECONCILIATION OF GAAP FINANCIAL MEASURES TO NON-GAAP FINANCIAL MEASURES (Dollars in thousands, except per share data) (Unaudited)

	For the Three Months Ended						For the Years Ended			
	April 30, 2016				April 3	30, 2015	April 3	0, 2016	April 3	0, 2015
		\$	% of Sales		\$	% of Sales	\$	% of Sales	\$	% of Sales
GAAP gross profit Fair value inventory step-up and backlog	\$	92,068	41.6%	\$	67,144	37.1%	\$ 293,812	40.6%	\$ 194,926	35.3%
expense Discontinued		_	_		2,398	1.3%	_	_	4,404	0.8%
operations							52	0.0%		
Non-GAAP gross profit	\$	92,068	41.6%	\$	69,542	38.4%	\$ 293,864	40.7%	\$ 199,330	36.1%
GAAP operating expenses Amortization of acquired	\$	35,171	15.9%	\$	29,820	16.5%	\$ 135,169	18.7%	\$ 105,298	19.1%
intangible assets TCA		(2,686)	-1.2%		(2,324)	-1.3%	(10,067)	-1.4%	(3,748)	-0.7%
accessories transition costs Discontinued		_	_		_	_	(161)	0.0%	_	_
operations DOJ/SEC costs including insurance		(25)	0.0%		_	_	(90)	0.0%	_	_
recovery costs Acquisition-		6	0.0%		_	_	1,787	0.2%	_	_
related costs Non-GAAP		(27)	0.0%		(48)	0.0%	(27)	0.0%	(2,090)	-0.4%
operating expenses	\$	32,439	14.7%	\$	27,448	15.2%	\$ 126,611	17.5%	\$ 99,460	18.0%
GAAP operating income Fair value inventory step-up and	\$	56,897	25.7%	\$	37,324	20.6%	\$ 158,643	21.9%	\$ 89,628	16.2%
backlog expense		_	_		2,398	1.3%	_	_	4,404	0.8%

Amortization of acquired								
intangible								
assets	2,686	1.2%	2,324	1.3%	10,067	1.4%	3,748	0.7%
TCA								
accessories					161	0.00/		
transition costs Discontinued	_	_	_	_	161	0.0%	_	_
operations	25	0.0%	_	_	142	0.0%	_	_
DOJ/SEC costs								
including								
insurance recovery costs	(6)	0.0%	_	_	(1,787)	-0.2%	_	_
Acquisition-	(0)	0.070			(1,707)	0.270		
related costs	27	0.0%	48	0.0%	27	0.0%	2,090	0.4%
Non-GAAP	\$ 59,629	27.0%	\$ 42,094	23.3%	\$ 167,253	23.1%	\$ 99,870	18.1%
operating income	Ψ 59,029	27.070	Ψ 42,094	23.370	\$ 107,233	23.170	ψ 99,070	10.176
GAAP net income	\$ 35,647	16.1%	\$ 21,940	12.1%	\$ 93,958	13.0%	\$ 49,827	9.0%
Bond premium	. ,		,				, ,	
paid	_	_	_	_	2,938	0.4%	_	_
Fair value inventory								
step-up and								
backlog								
expense	_	_	2,398	1.3%	_	_	4,404	0.8%
Amortization of								
acquired intangible								
assets	2,686	1.2%	2,324	1.3%	10,067	1.4%	3,748	0.7%
Debt								
extinguishment					4.700	0.00/		
costs TCA	_	_	_	_	1,723	0.2%	_	_
accessories								
transition costs	_	_	_	_	161	0.0%	_	_
Discontinued	05	0.00/			4.40	0.00/		
operations DOJ/SEC costs	25	0.0%	_	_	142	0.0%	_	_
including								
insurance								
recovery costs	(6)	0.0%	_	_	(1,787)	-0.2%	_	_
Acquisition- related costs	27	0.0%	48	0.0%	27	0.0%	2,090	0.4%
Tax effect of	21	0.078	40	0.0 %	21	0.076	2,090	0.4 /6
non-GAAP								
adjustments	(945)	-0.4%	(1,765)	-1.0%	(4,685)	-0.6%	(3,790)	-0.7%
Non-GAAP net income	\$ 37,434	16.9%	\$ 24,945	13.8%	\$ 102,544	14.2%	\$ 56,279	10.2%
income	Ψ 01,101		Ψ 2.,σ.σ				Ψ 33,2.3	10.270
GAAP net income								
per share - diluted	\$ 0.63		\$ 0.40		\$ 1.68		\$ 0.90	
Bond premium paid	_		_		0.05		_	
Fair value					0.03			
inventory								
step-up and								
backlog expense	_		0.04		_		0.08	
Amortization of	_		0.04				0.00	
acquired								
intangible	0.05		0.04		0.40		0.07	
assets Debt	0.05		0.04		0.18		0.07	
extinguishment								
costs	_		_		0.03		_	
TCA								
accessories transition costs	_		_		0.00			
Discontinued	_ _		_		0.00		_	
operations	0.00		_		0.00		_	

DOJ/SEC costs including insurance				
recovery costs	(0.00)	<u>—</u>	(0.03)	_
Acquisition-	,		, ,	
related costs	0.00	0.00	0.00	0.04
Tax effect of				
non-GAAP	(0.00)	(0.00)	(2.22)	(0.07)
adjustments	(0.02)	(0.03)	(0.08)	(0.07)
Non-GAAP net				
income per share	Φ 0.00	Φ 0.45	4.00	ф 4.00
 diluted 	\$ 0.66	\$ 0.45	<u>\$ 1.83</u>	\$ 1.02

SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES RECONCILIATION OF NET OPERATING CASH FLOW TO FREE CASH FLOW (In thousands) (Unaudited)

	For the Three Months Ended					For the Years Ended			
	Ap	ril 30, 2016	Apr	il 30, 2015	Apr	il 30, 2016	016 April 30, 2015		
Net cash provided by operating activities	\$	94,814	\$	84,860	\$	168,557	\$	114,807	
Net cash used in investing activities		(13,150)		(3,410)		(31,992)		(186,057)	
Payments for the net assets of Tri-Town Precision									
Plastics, Inc.		_		_		_		23,805	
Payments to acquire Battenfeld Technologies, Inc.,									
net of cash acquired		_		(715)		_		135,437	
Payments to acquire PowerTech, Inc.		1,220		_		1,220		_	
Receipts from note receivable		(28)		(21)		(84)	-	(81)	
Free cash flow	\$	82,856	\$	80,714	\$	137,701	\$	87,911	

SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES RECONCILIATION OF GAAP NET INCOME TO NON-GAAP ADJUSTED EBITDAS (In thousands) (Unaudited)

_	For the Three Months Ended						
_	Apri	il 30, 2016	Apr	April 30, 2015			
GAAP net income	\$	35,647	\$	21,887			
Interest expense		1,991		3,248			
Income tax expense		19,291		12,296			
Depreciation and amortization		10,186		9,295			
Stock-based compensation expense		1,587		1,560			
Fair value inventory step-up and backlog expense				2,398			
Discontinued operations		25		_			
DOJ/SEC costs		(6)		4			
Acquisition-related costs		27		48			
Non-GAAP Adjusted EBITDAS	\$	68,748	\$	50,736			

SMITH & WESSON HOLDING CORPORATION AND SUBSIDIARIES RECONCILIATION OF GAAP NET INCOME TO NON-GAAP ADJUSTED EBITDAS (In thousands) (Unaudited)

_	For the Years Ended					
_	Apri	l 30, 2016	April 30, 2015			
GAAP net income	\$	93,958	\$	49,613		
Interest expense	•	13,704	·	11,330		
Income tax expense		51,135		28,822		
Depreciation and amortization		38,558		29,435		
Stock-based compensation expense		6,472		5,808		
Fair value inventory step-up and backlog expense		_		4,404		
TCA Accessories transition costs		161		_		
Discontinued operations		142		_		
DOJ/SEC costs, including insurance recovery costs		(1,787)		711		

Acquisition-related costs	27	 2,090
Non-GAAP Adjusted EBITDAS	\$ 202,370	\$ 132,213

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SOURCE Smith & Wesson Holding Corporation