## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

OMB Number:	3235-0287
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hours per response:	0.5

1. Name and Addres	1 0		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>SMITH &amp; WESSON HOLDING CORP</u> [ SWHC ]		tionship of Reporting Perso all applicable) Director Officer (give title	10% Owner Other (specify					
(Last) 2100 ROOSEVE	(First) LT AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/15/2015		below)	below)					
(Street) SPRINGFIELD (City)	MA (State)	01104 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	I Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Ar Line) X Form filed by One Reporting Person Form filed by More than One Report Person							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	tte, Transaction I Code (Instr. 5					Securities Beneficially	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	09/15/2015		A <sup>(1)</sup>		3,802 <sup>(1)</sup>	Α	\$0.00	39,074	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. 1/12th of the restricted stock units shall vest on the 15th day of each month following the date of grant. Vested restricted stock units shall be delivered on September 15, 2017. **Remarks:** 

Robert J. Cicero, as attorney-

in-fact

09/17/2015

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.