FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See
Instruction 1(b).

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									
MB Number:	3235-0287								
atimated avarage burden									

OMB Number:	3235-0287
Estimated average b	urden
hours per response:	0.5
Į.'	

	s of Reporting Persor		2. Issuer Name and Ticker or Trading Symbol <u>SMITH & WESSON HOLDING CORP</u> [SWHC]		ionship of Reporting Person all applicable) Director	10% Owner	
(Last) 2100 ROOSEVE	(First) LT AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/17/2007		Officer (give title below)	Other (specify below)	
(Street) SPRINGFIELD MA 01104		01104	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	tive Securities Acquired. Disposed of, or Benefi	cially (Person Dwned		

1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature Transaction Disposed Of (D) (Instr. 3, 4 and Date Execution Date. Securities Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) 5) Beneficially (D) or Indirect Beneficial Owned Following Ownership (I) (Instr. 4) Reported Transaction(s) (Instr. 4) (A) or (D) Code v Amount Price (Instr. 3 and 4) Common Stock 09/17/2007 A 3,000⁽¹⁾ Α \$0.00 5,950 D By Common Stock 21,300 I Spouse

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

						-				3			3		
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)		5. Number of Expiration Dat Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	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 17th date of each month following the date of grant. Stock will be delivered for vested units on the date of retirement or resignation of the reporting person as a director of the Issuer.

Remarks:

John Kelly, as attorney-in-fact 12/10/2007

** 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.