
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 13, 2011

Smith & Wesson Holding Corporation

(Exact name of registrant as specified in its charter)

Nevada

(State or other Jurisdiction of
Incorporation)

001-31552

(Commission File Number)

87-0543688

(IRS Employer Identification No.)

**2100 Roosevelt Avenue
Springfield, Massachusetts**

(Address of Principal Executive Offices)

01104

(Zip Code)

Registrant's telephone number, including area code: **(800) 331-0852**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

We are furnishing this Current Report on Form 8-K in connection with the disclosure of information, in the form of the textual information from a powerpoint presentation to be given at meetings with institutional investors. This information may be amended or updated at any time and from time to time through another Form 8-K, a later company filing, or other means. The powerpoint presentation attached as Exhibit 99.1 to this Current Report on Form 8-K updates and replaces in its entirety all prior powerpoint presentations filed by us, including the powerpoint presentation filed as Exhibit 99.1 to the Current Report on Form 8-K dated February 10, 2011, which was filed with the Securities and Exchange Commission on February 10, 2011.

The information in this Current Report on Form 8-K (including the exhibit) is furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information in the Report that is required to be disclosed solely by Regulation FD.

We do not have, and expressly disclaim, any obligation to release publicly any updates or any changes in our expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

The text included with this Report on Form 8-K is available on our website located at www.smith-wesson.com, although we reserve the right to discontinue that availability at any time.

Item 9.01. Financial Statements and Exhibits.

(a) *Financial Statements of Business Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(c) *Shell Company Transactions.*

Not applicable.

(d) *Exhibits.*

<u>Exhibit Number</u>	<u>Exhibits</u>
99.1	Smith & Wesson presentation dated September 2011.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SMITH & WESSON HOLDING CORPORATION

Date: September 13, 2011

By: /s/ Jeffrey D. Buchanan
Jeffrey D. Buchanan
Executive Vice President, Chief Financial Officer,
and Treasurer

EXHIBIT INDEX

99.1 Smith & Wesson presentation dated September 2011.



Smith & Wesson®

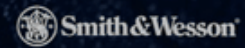


Jeffrey Buchanan
EVP, CFO

September, 2011

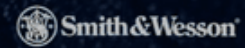


Safe Harbor



Certain statements contained in this presentation may be deemed to be forward-looking statements under federal securities laws, and the Company intends that such forward-looking statements be subject to the safe-harbor created thereby. Such forward-looking statements include but are not limited to statements regarding the Company's markets and strategies, the opportunity for growth of the Company, the demand for the Company's products and services, anticipated sales and operating results, and the Company's financial and operational goals. The Company cautions 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 the Company's products, the Company's growth opportunities, the ability of the Company to obtain operational enhancements, and other risks detailed from time to time in the Company's reports filed with the SEC.

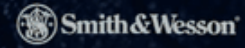
Highlights



- Handgun market leader
 - Diversified product portfolio
- Q1 FY2012:
 - Firearms revenue growth: 18%
 - Firearms unit growth 44% vs. market growth of 10.8% (Adjusted NICS)
- Diversifying revenue sources: Consumer, Professional, International
- Innovative products
 - Providing entry to new markets
 - Expanding addressable markets
- Healthy Balance Sheet
- Solid, experienced management team

An iconic, 159-year-old American brand

Experienced Management Team



Michael Golden, President & CEO

30+ years: senior/executive management, sales, marketing, general management, brand management: Kohler, Stanley Works, Black and Decker, Procter & Gamble

Jeffrey Buchanan, EVP & CFO

30+ years: private and public company experience in financial management and law: CFO for publicly traded, global manufacturing company, law firm partner, public company board member

James Debney, President, Firearms

15+ years: multinational consumer and business-to-business environments including President of Presto Products Co., a \$500 million business unit of Alcoa Consumer Products

Barry Willingham, President, Security Solutions

18+ years: senior management, sales, marketing in physical security, safety, and construction: Hilti, Ameristar Fence



Our Vision



Smith & Wesson:

Giving the world the power to be independent and confident.

Safety

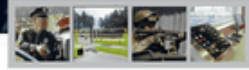
Security

Protection

Sport

Leveraging our brand heritage to provide innovative and reliable products in the markets of safety, security, protection, and sport.

A Transformation



2005



2011



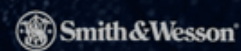
FY2011 Revenues: \$392M

Key Success Factor: Innovative New Products



Product	Market			
	Consumer	Law Enforcement	Government / Military	International
M&P Polymer Pistols	2006	2006	2006	2006
M&P Tactical Rifles	2006	2006	2006	2006
Hunting Rifles	2007	-	-	-
M&P4 – Tactical Rifles	-	2009	2009	2009
BODYGUARDS® Revolvers & Pistols	2010	-	-	-
The Governor	2011	-	-	-
GRAB® Barrier	-	-	2003	2003
SW1900 Wedge Barrier	-	-	2011	2011

Firearms Growth Drivers



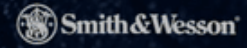
- ✓ **Consumer Market: Q1 revenue growth 19%**
 - Concealed Carry, Personal Protection
 - Further Market Penetration: A Leader Gaining Share
 - Robust New Product Pipeline: Governor, Bodyguards
 - Halo Effect from Law Enforcement, Military Adoption

- ✓ **Professional Market: Q1 revenue growth 17%**
 - ✓ Law Enforcement - sidearm replacements, upgrades
 - ✓ Federal Government – agencies can purchase on ATF Contract
 - ✓ Military – M9 pistol replacement & M4 bolt carrier assembly opportunities

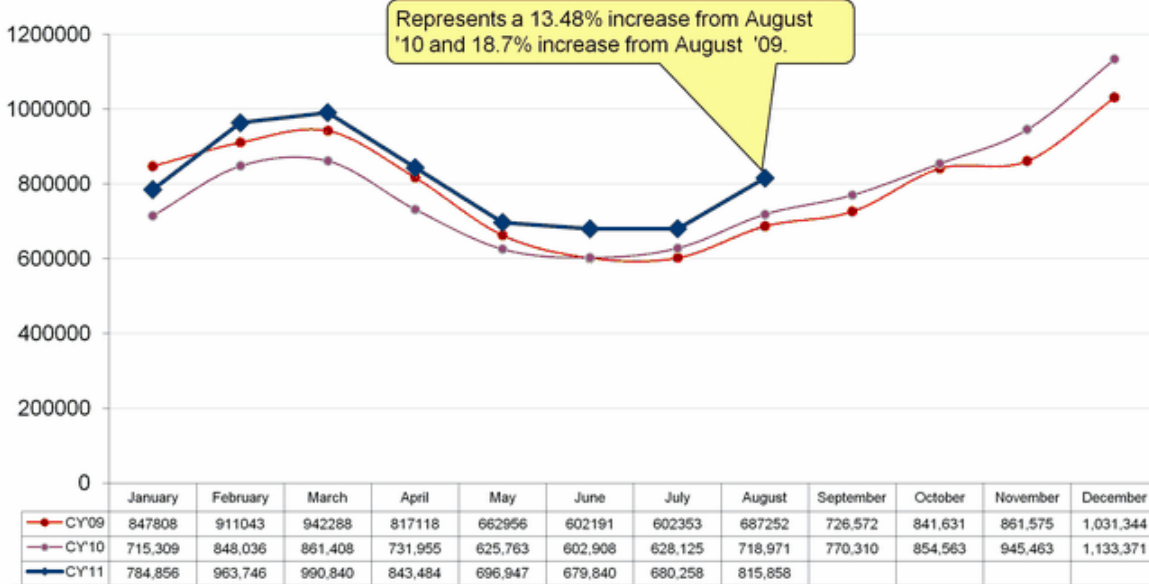


- ✓ Q1 Revenue Growth 19%
- ✓ Q1 Unit Sales Growth 44%
- ✓ Q1 Pistol Unit Sales Growth 60%

Adjusted NICS Checks



Reflects strength in consumer market for firearms
Adjusted NICS Checks



National Shooting Sports Foundation (NSSF) adjusts FBI NICS data to eliminate background checks associated with permit applications and checks on active CCW permit databases, in order to provide a more accurate picture of market conditions.



Designed for concealed carry, the Smith & Wesson BODYGUARD 38 and 380 are uniquely engineered as the most state-of-the-art, concealable, and accurate personal protection possible. Lightweight, simple to use and, featuring integrated laser sights – nothing protects like a BODYGUARD.





New. Versatile. Lightweight.

Designed for home protection, the Smith & Wesson Governor revolver puts six rounds of customizable response under your control.

Load with .410 shotgun shells, .45 ACP, or .45 Long Colt – alone or in combination – and hit your target in every situation.

Now that's confidence.



- M&P15 Sport™ - Versatile, modular, and an exceptional value, the M&P15 Sport is a perfect choice for the tactical rifle enthusiast.



- The Venture™ – A bolt action rifle that delivers renowned Thompson/Center accuracy and quality, multiple finishes, and 16 calibers, all for under \$500.





- ✓ Law Enforcement / Federal Government
- ✓ International
- ✓ Military



- The M&P Series now includes rifles, full-size pistols, compact pistols, and revolvers – designed with input from today's military and police that addresses their evolving needs. The M&P Series answers the need for reliable, durable, accurate, versatile, safe, and high-performing firearms.





- Internationally recognized brand name
- Focus solely on large orders
- Current examples: Australia, Taiwan, Belgium, UK





- RFP for bolt carrier assembly for M4 carbine:
 - Lower cost approach for military to upgrade existing rifle in field
 - S&W proposal submitted
 - 500,000 units
- M9 pistol replacement:
 - Seeking higher caliber than Beretta currently in use
 - Program funded but not yet active
 - Solicitation process may begin October 1st
 - Halo potential in consumer market



Smith & Wesson = Security & Protection



Smith & Wesson
Security Solutions™

Formerly:





✓ Federal Government and Corporate Clients

- Proprietary GRAB® barriers
- New wedge barriers
- Broad product portfolio
- Military base security system upgrades
- CFAT's regulations in commercial market

Wedge Barriers



GRAB® Barriers



Parts & Accessories



ODDS & Electronic Monitoring



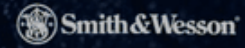
Canopies and Prefab Buildings



EMB™



SWSS: Proprietary GRAB® System



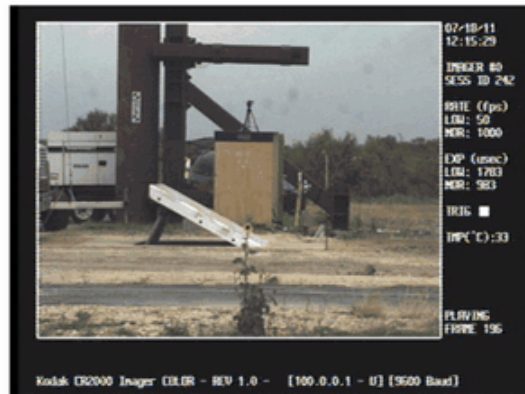
- ✓ Certified and field proven reduced risk vehicle barrier system
- ✓ Can be activated in 1.5 seconds
- ✓ Cost effective: Able to span multiple traffic lanes
- ✓ Re-useable after impact
- ✓ All electric operation
- ✓ Low cost of ownership
- ✓ Patent protected



SWSS: SW1900 Wedge Barrier

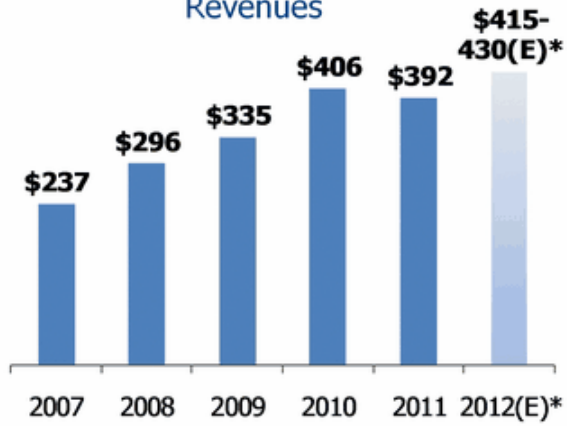


- ✓ Successfully passed certification testing to ASTM M50 standards
- ✓ "Zero Penetration" - Vehicle does not pass vertical plane of barrier
- ✓ Ground-up design – Enhancements over traditional wedge barriers
- ✓ Available in hydraulic and electro-mechanical versions
- ✓ Utilizes noise-dampening technology
- ✓ Well suited for sensitive applications





Fiscal Year April 30 Revenues



*FY2012 Estimate

Financial Highlights:

- Q1FY12:
 - Total Revenue \$99.2M (+4.5%)
 - Firearm Revenue \$91.7M (+18.0%)
 - Firearm Backlog \$148.8M (+99.0%)
 - Gross Profit Margin 28.4%
 - Working capital \$82.2M
 - Cash \$37.7M



- ✓ Protect and grow core firearm business
 - ✓ Consumer is at the core
- ✓ Resolve firearm capacity constraints
 - ✓ Expand manufacturing capacity – intelligently
- ✓ Reduce expenses on a company-wide basis
 - ✓ Security Solutions targeting breakeven by FY12 year end
- ✓ Maintain robust new product pipeline



NASDAQ Global Select: SWHC