
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

December 7, 2007
Date of Report (Date of earliest event reported)

Smith & Wesson Holding Corporation

(Exact Name of Registrant as Specified in 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)

(800) 331-0852

(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

- 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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TABLE OF CONTENTS

[Item 7.01 Regulation FD Disclosure](#)

[Item 9.01. Financial Statements and Exhibits](#)

[SIGNATURES](#)

[EXHIBIT INDEX](#)

[EX-99.1](#)

[Table of Contents](#)

Item 7.01 Regulation FD Disclosure.

The registrant is 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 throughout the remainder of the fiscal quarter.

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.

The registrant does not have, and expressly disclaims, any obligation to release publicly any updates or any changes in the registrant’s expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

The text included with this Report is available on the registrant’s website located at www.smith-wesson.com, although the registrant reserves 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.*

Exhibit
Number

Exhibits

99.1

Smith & Wesson presentation dated December 2007.

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: December 7, 2007

By: /s/ John A. Kelly
John A. Kelly
Chief Financial Officer

EXHIBIT INDEX

99.1 Smith & Wesson presentation dated December 2007.



Smith & Wesson®

Michael Golden, President/CEO
John Kelly, CFO

December 2007



Smith & Wesson®



Smith & Wesson Holding Corporation

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 statements regarding the Company's strategies, the demand for the Company's products, the opportunity for growth of the Company, and anticipated sales and operating results. 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.

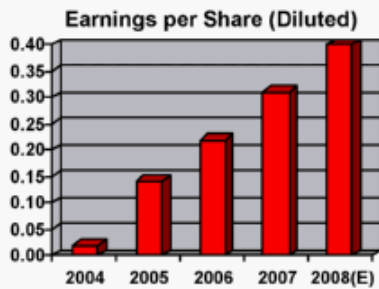
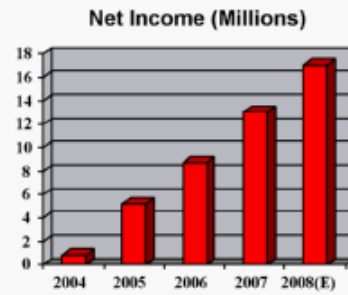
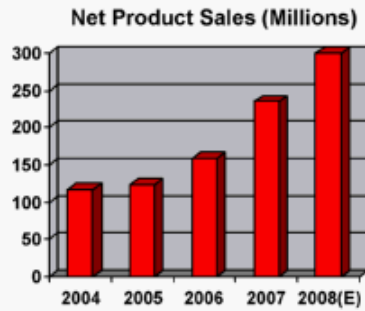
- Shares Outstanding: 40.4mm
- Price: \$9.92 (at 12/06/07)
- Market Cap: \$401mm



Smith & Wesson



Delivering Results



2004-2007	2008 (Est.)
Revenue +99%	Revenue +28%
EPS +1450%	EPS +29%



Smith & Wesson



Company Profile

155-year old American firearms company

Largest U.S. manufacturer of handguns & handcuffs

2006 market share:

- #1 in revolvers
- #2 in pistols

New growth fueled by:

- Taking share in \$732M core handgun market
- Growing presence with U.S. Government
- Expansion into \$1.1B long gun market

1500 Employees in three non-union, U.S. factories:

- Experienced management team
- Springfield, MA; Houlton, ME; Rochester, NH



Smith & Wesson®



S&W: 87% Brand Awareness

A company-sponsored, 2004 survey asked consumers about their future purchase intent:

<u>Product / Service</u>	<u>S&W Rank</u>	<u>Current Status</u>
Revolvers	#1	Served
Pistols	#1	Served
Tactical Rifles	#1	Entered Market February 2006
Shotguns	#3	Entered Market April 2007
Hunting Rifles	#3	Entered Market January 2007
Security Systems	#3	Not served
Ammunition	#4	Not served

Source: American Sports Data - Nov, 2004

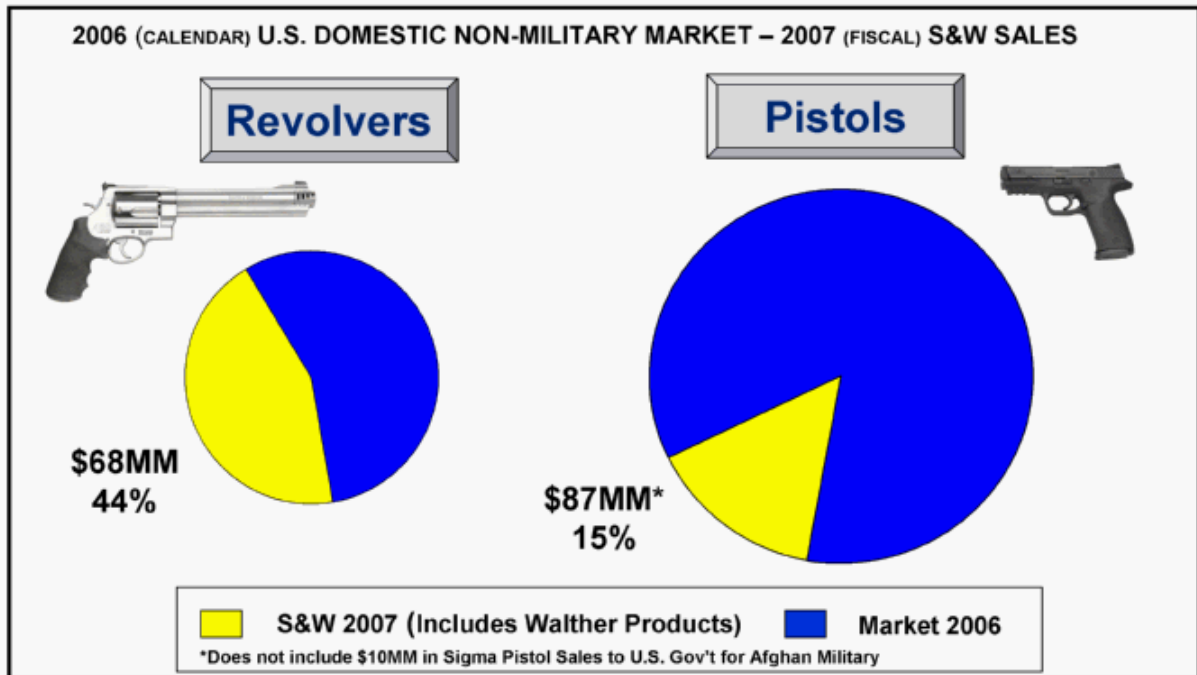


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Handgun Market: \$732MM

2006 (CALENDAR) U.S. DOMESTIC NON-MILITARY MARKET – 2007 (FISCAL) S&W SALES

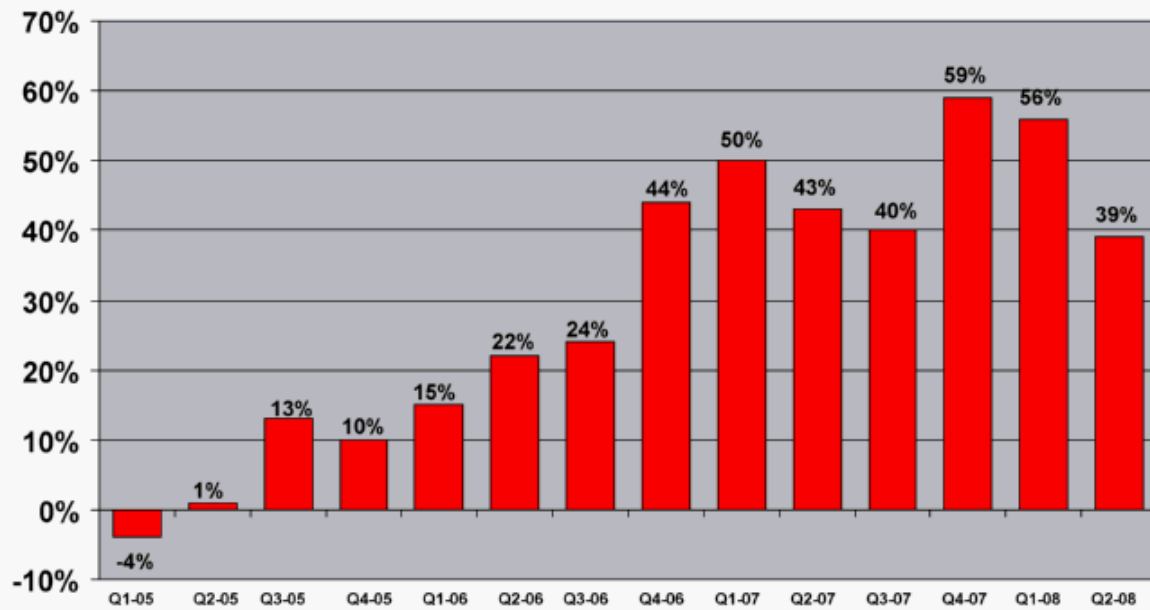


SOURCE: BATF 2006 Excise Tax Study & Smith & Wesson Management Estimates



S&W Net Product Sales

(Year over Year Growth %)



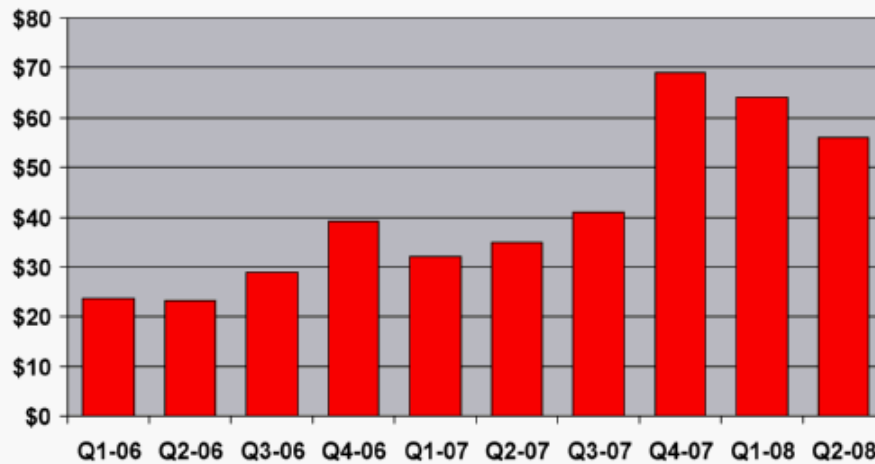
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Four Key Sales Channels

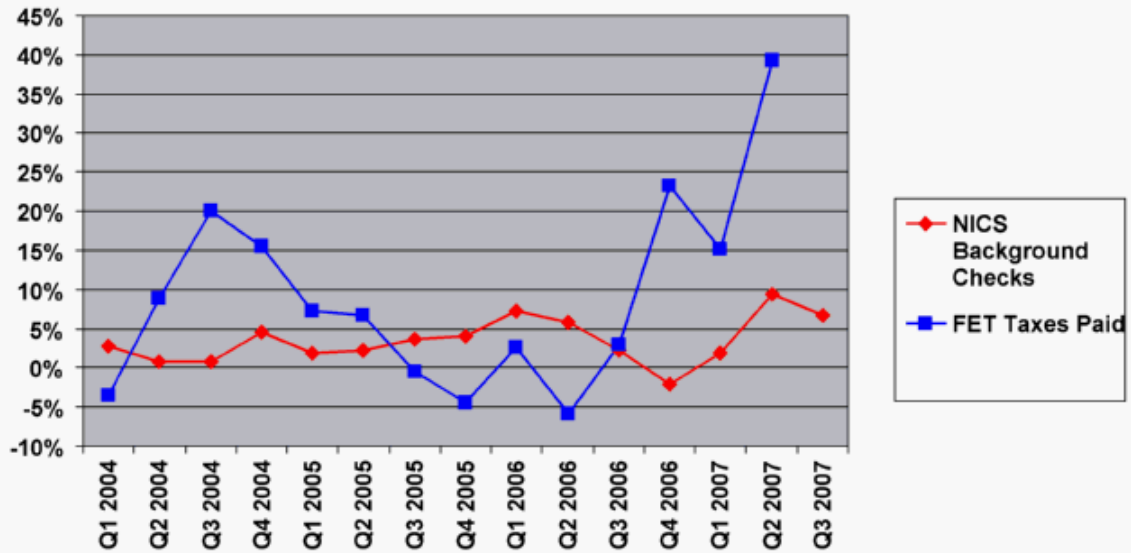
- **SPORTING GOODS**
 - Delivering full range: pistols, revolvers, rifles, shotguns
 - Revolutionary marketing and consumer pull programs

S&W Consumer Sales (\$ In Millions)



Retail Input vs. Output Growth

(Calendar Year over Year Growth %)



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Four Key Sales Channels

- **SPORTING GOODS**

- Delivering full range: pistols, revolvers, rifles, shotguns
- Revolutionary marketing and consumer pull programs

- **LAW ENFORCEMENT**

- Market Size: 17,000 Departments and 800,000 Officers
- M&P Series polymer pistols launched January 2006
- Win rates: 80%+ with pistols (264 departments)
90%+ with rifles
- Goal: Re-take leadership with M&P Pistols & Rifles



- **FEDERAL GOVERNMENT**

- Won the only, four new major orders issued by federal government in past two years
- Opportunities: Iraq forces, US Military switch: 9mm to 45 caliber

- **INTERNATIONAL**

- Global network of sales employees and reps
- Growth in FY 2007: 10.1% (Q2 2008 +122%)



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Addressing New Growth Opportunities

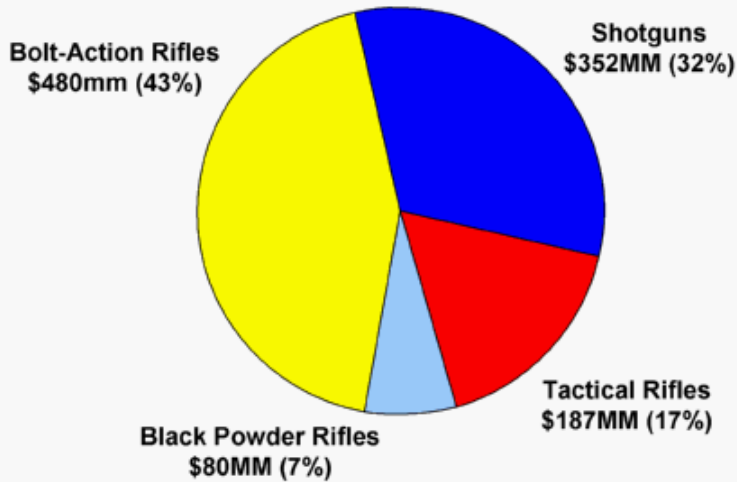
Safety...Security...Protection...Sport



Entering New Markets: Long Guns

The long gun market is 50% larger than the handgun market

2006 U.S. DOMESTIC NON-MILITARY MARKET



Reasons for Entry

- S&W already a perceived leader
- Fragmented market
- No sophisticated marketing

Rapid Entry & Execution

- March 2006: Launched M&P15 Tactical Rifle (First year orders exceed 10% of market)
- January 2007: Unveiled first shotgun products
- January 2007: Acquired Thompson/Center Arms (market acceleration; added key competence)
- Spring 2007: S&W shotgun launch
- Summer 2007: S&W bolt-action rifle launch
- Summer 2007: Thompson bolt-action rifle launch

SOURCE: BATF 2006 Excise Tax Study and Smith & Wesson Management Estimates Based on 2006 vs. 2007 data from top 3 distributors.



Building the Brand: Licensing

- Upgrading Retail Licensee Portfolio:
 - Wilsons Leather, Wellco Enterprises (military boots), Zippo (lighters), Gun Safes, Gun Cleaning Products, Hats/T-shirts, Automotive

Future: Long Gun Accessories

- Establishing licensees in professional markets where Smith & Wesson can do business beyond licensing:

Firearms

Law Enforcement Products and Services

Homeland Security Products and Services

Defense Related Products and Services

Safety...Security...Protection...Sport & Brand Loyalty



Enhancing Productivity

- Achievements through FY 07:
 - Turns improvement +32%
 - Machine uptime improved to 85%
 - Guns/day output +57% vs '05 +22% vs '06
 - Productivity ratio + 7% vs prior year

New process
reduced steps
from 13 to 3



- Blending craftsmanship with technology:
 - Implementing Smith & Wesson Operating System
 - Investing in Equipment and Technology
 - Technology Cell – Pistol Manufacturing
 - New machining / Equipment re-furbishing



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Quarterly Income Statement Summary

	Three Months Ended October 31,	
<i>(US\$ in millions, except per share data)</i>	2006	2007
Sales	\$50.8	\$70.8
Gross Profit	16.1	23.1
<i>Gross Margin</i>	31.2%	32.3%
Operating Income	\$5.3	\$6.5
Net Income	2.9	2.9
EPS	\$0.07	\$0.07

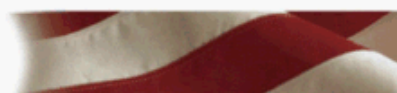
Growth:

Sales: +39%

Net Income: +3%



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Annual Income Statement Summary

<i>(US\$ in millions, except per share data)</i>	Year Ended April 30,			
	2004	2005	2006	2007
Sales	\$117.9	\$124.0	\$157.9	\$234.8
Gross Profit	39.1	40.9	49.6	76.3
<i>Gross Margin</i>	32.7%	32.5%	31.0%	32.3%
Operating Income	\$ 4.8	\$ 11.2	\$ 14.5	\$ 24.4
<i>Operating Margin</i>	4.0%	8.9%	9.9%	10.4%
Net Income	\$ 0.8	\$ 5.2	\$ 8.7	\$ 13.0
EPS	\$ 0.02	\$ 0.14	\$ 0.22	\$ 0.31

Growth:

Sales: +5%

Sales: +27%

Sales: +49%

Net Income:
+531%

Net Income:
+66%

Net Income:
+49%

FY 07 Results reflect Thompson acquisition, including approximately \$2.7 million in amortization of inventory FMV valuation and acquisition related intangibles



FY08 Annual Guidance

(US\$ in millions, except per share data)

	2007 Actual	2008 Guidance
Net Product Sales	\$234.8	\$300.0
Net Income	\$13.0	\$17.0
Earnings per Diluted Share:	\$0.31	\$0.40



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