SEC Form 4

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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 OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

| 1. Name and Address of Reporting F Taylor Thomas L | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>SMITH & WESSON HOLDING CORP</u> [| 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) |
|---|----------|--|---|
| (Last) (First) 2100 ROOSEVELT AVENUE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/13/2007 | Vice President - Marketing |
| (Street) SPRINGFIELD MA | 01102 | 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 |
| (City) (State) | (Zip) | — | Form filed by More than One Reporting 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) | 3. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership 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) | | (| |
| Common Stock | 04/13/2007 | | М | | 35,000 | A | \$1.43 | 39,629 | D | | |
| Common Stock | 04/13/2007 | | S ⁽¹⁾ | | 29,250 | D | \$15 | 10,379 | D | | |
| Common Stock | 04/13/2007 | | S ⁽¹⁾ | | 1,500 | D | \$15.0099 | 8,879 | D | | |
| Common Stock | 04/13/2007 | | S ⁽¹⁾ | | 2,000 | D | \$15.01 | 6,879 | D | | |
| Common Stock | 04/13/2007 | | S ⁽¹⁾ | | 2,000 | D | \$15.015 | 4,879 | D | | |
| Common Stock | 04/13/2007 | | S ⁽¹⁾ | | 250 | D | \$15.0297 | 4,629 | 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) | | n of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 | | | | |
| Employee Stock Option (Right to Buy) | \$1.43 | 04/13/2007 | | М | | | 35,000 | (2) | 07/26/2014 | Common Stock | 35,000 | \$0.00 | 65,000 | D | |

Explanation of Responses:

1. The shares were sold pursuant to a 10b5-1 Sales Plan dated September 18, 2006, as amended on March 29, 2007.

2. One-third of the total number of options granted vested or shall vest on each of the first, second, and third anniversary of the date of grant.

Remarks:

<u>Thomas L. Taylor</u>

** Signature of Reporting Person

04/16/2007

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.