## SEC Form 4

# 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

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1. Name and Addres	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol <u>SMITH &amp; WESSON HOLDING CORP</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>Debney P. James</u>			SWHC]	X	Director	10% Owner				
	(First)	(Middle)		X	Officer (give title below)	Other (specify below)				
(Last) (First) (Middle) 2100 ROOSEVELT AVENUE		(Midule)	3. Date of Earliest Transaction (Month/Day/Year) 09/17/2013		President and CEO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
SPRINGFIELD	MA	01104		X	Form filed by One Rep	oorting Person				
(City)	(State)	(Zip)			Form filed by More that Person	n One Reporting				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

#### 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)		Code (Instr.		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)		(1150.4)
Common Stock	09/17/2013		М		30,000	Α	(1)	288,452	D	
Common Stock	09/17/2013		F		14,160 <sup>(2)</sup>	D	\$11.4	274,292	D	

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

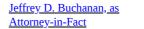
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying 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				
Performance Rights	(1)	09/17/2013		М			30,000	(1)	08/02/2013	Common Stock	30,000	\$0.00	0	D	

#### Explanation of Responses:

1. Each performance right represents a contingent right to receive one share of the Issuer's common stock. The performance rights vest based on achievement of certain target performance of the Issuer's stock price over a three year performance period. The number represents the maximum number of shares that may be delivered pursuant to the award.

2. Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations associated with the settlement of performance rights.

### **Remarks:**



09/18/2013

\*\* 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.