



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**FORM 8-K/A**

**Amendment No. 1**

**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 20, 2004

**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 01104**  
(Address of principal executive offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (800) 331-0852

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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## EXPLANATORY NOTE

This Amendment No. 1 to Form 8-K of Smith & Wesson Holding Corporation (the “Company”) amends the Company’s Form 8-K dated September 20, 2004, originally filed with the Securities and Exchange Commission on September 21, 2004 (the “Original Filing”). The Company is filing this amendment to correct an inadvertent error on slide 17 and the inadvertent omission of slide 27 in Exhibit 99.1 to the Original Filing. No other changes have been made to the Original Filing. This Amendment No. 1 continues to speak as of the date of the Original Filing, and the Registrant has not updated the disclosures contained therein to reflect any events that occurred at a date subsequent to the filing of the Original Filing.

### **Item 7.01. Regulation FD Disclosure.**

The Company is furnishing this Report on Form 8-K pursuant to Regulation FD in connection with the disclosure of information in the form of the textual information from a slide presentation given on September 20, 2004.

The information in this Report on Form 8-K is furnished pursuant to Item 7.01 and shall not be deemed to be “filed” for the purpose of Section 18 of the Securities and Exchange Act of 1934 or otherwise subject to the liabilities of that section. This Report 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 Company does not have, and expressly disclaims, any obligation to release publicly any updates or any changes in the Company’s expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

### **Item 9.01. Financial Statements and Exhibits.**

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

Exhibit No.	
99.1	Smith & Wesson Holding Corporation Presentation

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**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.

Date: September 22, 2004

SMITH & WESSON HOLDING CORPORATION

By: /s/ Roy Cuny

Roy Cuny

President and Chief Executive Officer

**EXHIBIT INDEX**

**Exhibit No.**

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99.1 Smith & Wesson Holding Corporation Presentation

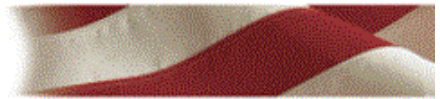
3



**September 20, 2004**



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# 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, anticipated sales and operating results, customer satisfaction and cost-reduction efforts. 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.*



# SMITH & WESSON HOLDING CORPORATION



## PRESENTED BY:

**Roy Cuny – President and CEO**

**John Kelly – Chief Financial Officer**

- **AMEX: SWB**
- **MARKET CAP: \$52.8 million**
- **SHARES OUTSTANDING: 31,064,048**

## POSITION IN THE MARKET



- Largest U.S. manufacturer of handguns by 25% margin
- Largest U.S. exporter of handguns
- Largest manufacturer of handcuffs in the U.S.



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# VISION



## INCREASE SHAREHOLDER VALUE

(AMEX: SWB \$1.79 PER SHARE SEPTEMBER 15, 2004)

## FOCUS ON THE CORE BUSINESS



# TARGET MARKETS U.S. AND INTERNATIONAL



- **SPORTS ENTHUSIASTS**
  - **TARGET SHOOTERS**
  - **GAME HUNTERS**
- **PERSONAL PROTECTION**



- **HOMELAND SECURITY**
  - **FEDERAL GOVERNMENT**
  - **LOCAL AGENCIES**
- **LAW ENFORCEMENT**
- **MILITARY**

# GO-TO-MARKET



- **SPECIALIZATION OF MARKETING AND SALES RESPONSIBILITIES**
  - **NEW LAW ENFORCEMENT AND FEDERAL SALES**
  - **MEDIA INTERACTIONS**
  - **ADVERTISING/BRAND IMAGING**
  - **CONSUMER FOCUSED**
-

# CONSISTENT THEMATIC ADS



**"Performance & Accuracy. Smith & Wesson. They mean the same to me... winning!"**

Being competitive is one great thing. But it's not just about winning. It's about the thrill of the chase, the satisfaction of a well-placed shot, and the pride of a job well done. Smith & Wesson handguns are the perfect companion for anyone who loves the hunt. They're built to last, they're built to perform, and they're built to win.

When you're out there, you know your handgun is your best friend. It's the one that's always there for you, ready to help you get the job done. That's why Smith & Wesson handguns are the most popular choice among hunters and sportsmen everywhere.

**Smith & Wesson**  
Trust. Quality. Innovation.

Made with American Parts. [www.smith-wesson.com](http://www.smith-wesson.com)

**"When a half-ton beast is charging you at 20 mph you want proven stopping power."**

There's nothing more intimidating than a half-ton bear charging at you. That's why you need a handgun that can handle the situation. The Smith & Wesson Model 10 is the perfect choice for anyone who's out there hunting. It's built to last, it's built to perform, and it's built to win.

When you're out there, you know your handgun is your best friend. It's the one that's always there for you, ready to help you get the job done. That's why Smith & Wesson handguns are the most popular choice among hunters and sportsmen everywhere.

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**"I make my living as a cop and living is why I carry Smith & Wesson."**

Being a cop is a tough job. You're always on the edge, and you're always looking for a way to stay safe. That's why you need a handgun that can handle the situation. The Smith & Wesson Model 10 is the perfect choice for anyone who's out there working. It's built to last, it's built to perform, and it's built to win.

When you're out there, you know your handgun is your best friend. It's the one that's always there for you, ready to help you get the job done. That's why Smith & Wesson handguns are the most popular choice among law enforcement officers everywhere.

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**The most powerful defensive line on earth.**

It's the most powerful defensive line on earth. It's the Smith & Wesson Model 10. It's built to last, it's built to perform, and it's built to win. It's the perfect choice for anyone who's out there working. It's built to last, it's built to perform, and it's built to win.

When you're out there, you know your handgun is your best friend. It's the one that's always there for you, ready to help you get the job done. That's why Smith & Wesson handguns are the most popular choice among law enforcement officers everywhere.

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**This has been the winner's circle for over 150 years.**

Over 150 years of history and tradition. The Smith & Wesson Model 10 is the perfect choice for anyone who's out there working. It's built to last, it's built to perform, and it's built to win. It's the perfect choice for anyone who's out there working. It's built to last, it's built to perform, and it's built to win.

When you're out there, you know your handgun is your best friend. It's the one that's always there for you, ready to help you get the job done. That's why Smith & Wesson handguns are the most popular choice among law enforcement officers everywhere.

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# EXPAND TARGETED DEMOGRAPHICS



# PRODUCT INNOVATION



FY 2003      9 NEW PRODUCTS

FY 2004      9 NEW PRODUCTS

FY 2005      MORE NEW PRODUCTS

- NEW CALIBERS:            S&W 500 FAMILY
- NEW MODELS:            1911 FAMILY/OTHER PISTOLS
- NEW MATERIALS:        SCANDIUM FAMILY
- NEW WALTHER:            G-22 RIFLE



**EXCITING OUR CUSTOMERS**



# NEW HANDGUN PRODUCTS FOR 2004



- **Pistols**

- Model SW1911Sc
- Model SW1911
- Model 22A



- **Revolvers**

- Model 500 – 4" Barrel
- Model 325PD
- Model 351PD



# NEW HANDGUN PRODUCTS FOR 2004



- **Performance Center**

- Model 1911
- Model 327
- Model 952 Stainless



- **New Combinations**

- Model 642 with Laser Grips
- Model 637 Carry Combo
- Model 908S Carry Combo

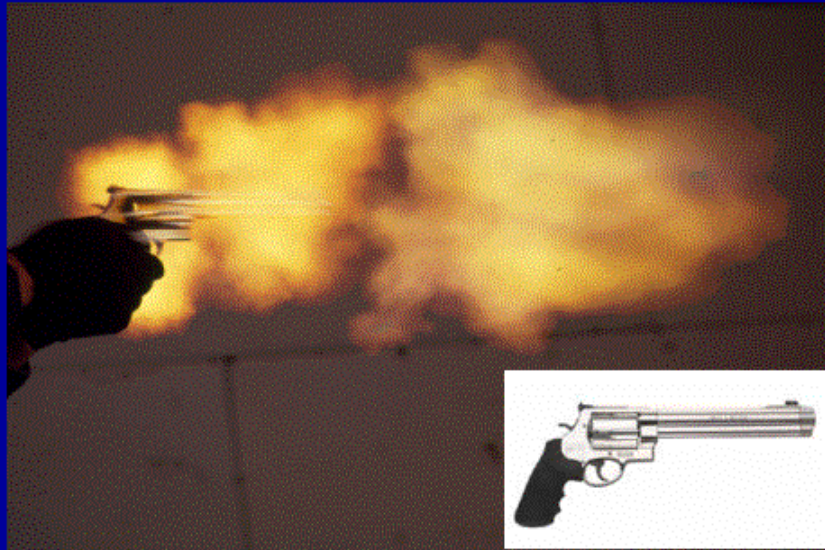


# LICENSING AND BRANDING



- **Leverage the 150-plus-year-old “Smith & Wesson” name**
  - **Ensure consistent image of Smith & Wesson brand**
  - **Quality, dependability, American made**
  - **History, tradition, heritage**
  - **Safety, security, protection**
  - **Worldwide brand**
- **Forward goal, “increase essence of brand” and build high margin, minimal investment recurring revenue stream**
- **Expand consumer awareness of licensed products**

# SMITH & WESSON AND THE FUTURE



**INCREASING VALUE FOR STOCKHOLDERS**

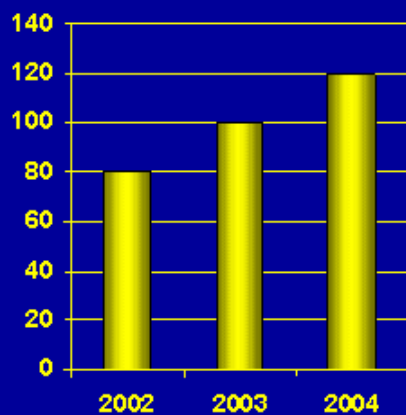


**TRACK RECORD**  
**FY 2005 Q1 UPDATE**  
**FY 2005 GUIDANCE**

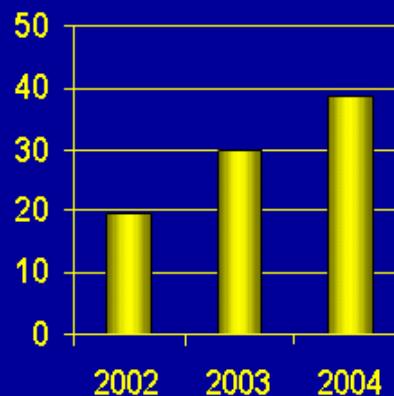
# FINANCIAL OVERVIEW *(in millions)*



### Revenues



### Gross Profit

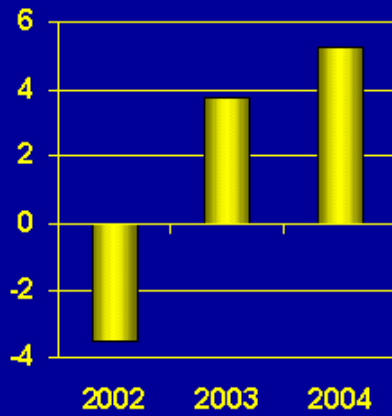


	2002	2003	2004
<b>Revenues</b>	<b>\$80,555,028</b>	<b>\$99,971,214</b>	<b>\$119,514,635</b>
<b>Gross Profits</b>	<b>\$19,798,072</b>	<b>\$29,806,990</b>	<b>\$38,727,631</b>

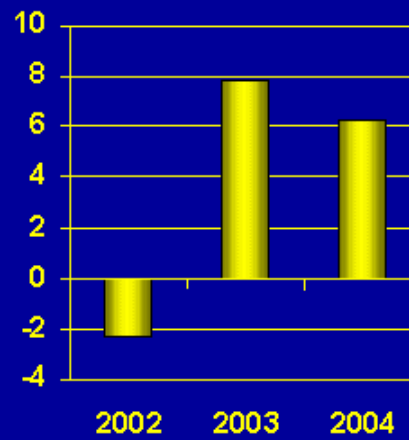
# FINANCIAL OVERVIEW *(in millions)*



### Operating Income



### EBITDA



	2002	2003	2004
<b>Operating Income</b>	<b>(\$3,519,781)</b>	<b>\$3,803,132</b>	<b>\$5,227,912</b>
<b>EBITDA</b>	<b>(\$2,251,486)</b>	<b>\$7,834,352</b>	<b>\$6,351,619</b>
<b>Adjusted EBITDA</b>	<b>\$1,848,514</b>	<b>\$8,362,363</b>	<b>\$11,751,623</b>

# FIRST QUARTER RESULTS



	<u>JULY 31, 2003</u>	<u>JULY 31, 2004</u>
<b>NET PRODUCT SALES</b>	<b>\$28.8</b>	<b>\$27.8</b>
<b>NET INCOME</b>	<b>\$.6</b>	<b>\$1.5</b>
<b>EARNINGS PER SHARE</b>	<b>\$.02</b>	<b>\$.04</b>

*In millions except per share data*



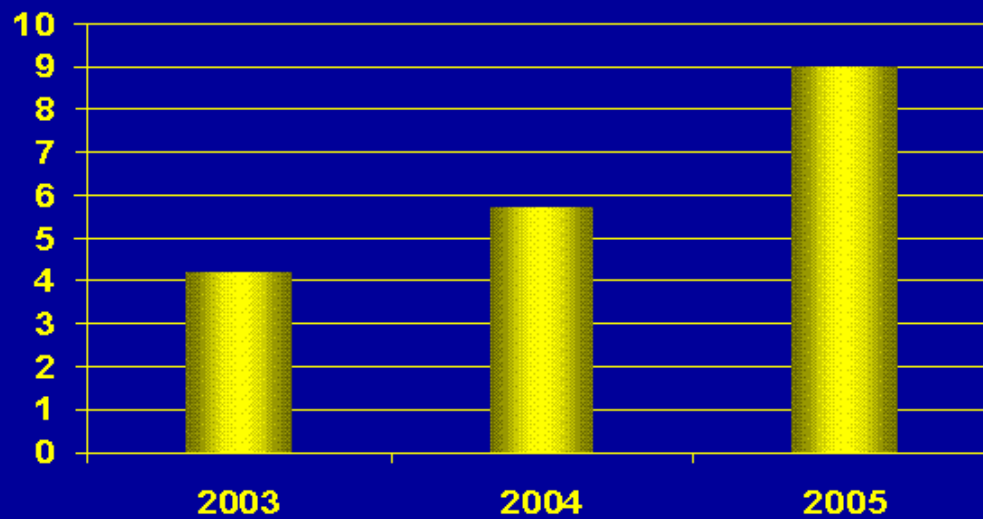
## GUIDANCE FISCAL YEAR 2005



	<u>FISCAL</u> <u>2004</u>	<u>FISCAL</u> <u>2005</u>
NET PRODUCT SALES	\$117.9	\$123 – \$129
NET INCOME	\$1.4	\$5.4 - \$6.4
EARNINGS PER SHARE	\$.04	\$.16 - \$.19

*In millions except per share data*

# CAPITAL EXPENDITURES *(in millions)*



***INVESTING FOR THE FUTURE***

# FORWARD STRATEGIC PLAN FISCALS YEARS '05, '06, '07



- BE CUSTOMER CENTRIC
- UNMATCHED QUALITY
- MAXIMIZE OPERATIONAL EFFICIENCY
- STRENGTHEN BENCH

***PLANNED AND BEING EXECUTED***

# ENHANCED DISTRIBUTION NETWORK



- DEEPEN RELATIONSHIPS WITH DISTRIBUTORS
- PULL VERSUS PUSH DEALER STRATEGY
- EXPAND RETAIL OUTLET OPPORTUNITY
- INCREASE SELECTED ADVERTISING TO DRIVE DEMAND

# OPERATIONAL EFFICIENCY



- LEAN MANUFACTURING SINCE 11- 02
- LEAN SIX SIGMA SINCE 5- 04
- INVENTORY MANAGEMENT
- PLANT TECHNOLOGY ADVANTAGE
- PROCESS INNOVATION



GROSS  
MARGINS



TURNS



QUALITY  
THROUGHPUT

***HARD LINK BETWEEN STRATEGY AND PRACTICE***

# INVESTMENT HIGHLIGHTS

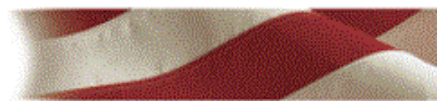


- LEADING IN PRODUCT INNOVATION
- DEEPENING LEAN SIX SIGMA
- DRIVING OPERATIONAL EXCELLENCE
- ENHANCING TECHNOLOGY/AUTOMATION
- IMPLEMENTING MARKETING AND SALES PLAN
- DRIVING REVENUE, MARGINS, EARNINGS



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# SMITH & WESSON



INNOVATION

+

STRATEGY

+

EXECUTION



SHAREHOLDER VALUE

**SMITH & WESSON  
HOLDING CORPORATION**  
AMEX: SWB



**Smith & Wesson Holding Corporation**  
2100 Roosevelt Avenue  
Springfield, MA 01104

**Investor Contacts**

John Kelly, CFO  
800-331-0852

Patty Bruner, Investor Relations  
Christensen  
480-614-3009

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# SMITH & WESSON

## EBITDA RECONCILIATION

	<u>FY 2002</u>	<u>FY 2003</u>	<u>FY 2004</u>
NET INCOME (LOSS)	(\$10,778,215)	\$15,663,479	\$1,389,480
INCOME TAX (BENEFIT)	70,598	(12,404,320)	(83,750)
INTEREST EXPENSE	8,020,559	3,587,519	3,340,375
DEPRECIATION & AMORTIZATION	<u>435,572</u>	<u>987,674</u>	<u>1,705,514</u>
EBITDA	(\$2,251,486)	\$7,834,352	\$6,351,619
<u>ONE-TIME ADJUSTMENTS</u>			
PRODUCT LIABILITY/ ENVIRONMENTAL	4,100,000		
ADVANCED TECHNOLOGY DIVISION LOSS		528,011	994,302
CATALOG DIVISION LOSS			910,042
RESTRUCTURING COST			1,000,931
SEC LEGAL & ACCOUNTING			<u>2,494,729</u>
ADJUSTED EBITDA	<u>\$1,848,514</u>	<u>\$8,362,363</u>	<u>\$11,751,623</u>



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