

SM&A
Form 3
April 13, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â HANGER DWIGHT

(Last) (First) (Middle)

4695 MACARTHUR
COURT,Â 8TH FLOOR

(Street)

NEWPORT
BEACH,Â CAAÂ 92660

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/12/2005

3. Issuer Name **and** Ticker or Trading Symbol
SM&A [WINS]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Non-Qualified Stock Option (right to buy)	04/12/2006 ⁽¹⁾	04/12/2015	Common Stock	50,000	\$ 8.91	D	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANGER DWIGHT 4695 MACARTHUR COURT 8TH FLOOR NEWPORT BEACH, CA 92660	Â X	Â	Â	Â

Signatures

/s/ Dwight L. Hanger	04/13/2005
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 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The non-qualified stock option is granted pursuant to the new non-employee director compensation plan approved by the Company's

- (1) Board of Directors effective April 12, 2005. The options shall vest and become exercisable according to the following schedule: (i) 12,500 on April 12, 2006, (ii) 12,500 on April 12, 2007, (iii) 12,500 on April 12, 2008, (iv) 12,500 on April 12, 2009.

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Remarks:

Mr.Â HangerÂ wasÂ appointedÂ toÂ theÂ Company'sÂ BoardÂ ofÂ Directors,Â effectiveÂ AprilÂ 12,Â 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.