

SM&A
Form 8-K
May 11, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 11, 2004

SM&A

(Exact name of registrant as specified in its charter)

California

0-23585

33-0080929

(State or other
jurisdiction of
incorporation)

(Commission File
Number)

(IRS Employer
Identification No.)

4695 MacArthur Court,
Eighth Floor,
Newport Beach, California

92660

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (949) 975-1550

(Former name or former address, if changed since last report.)

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INFORMATION TO BE INCLUDED IN THE REPORT

Item 7. Financial Statements and Exhibits.

Item 9. Regulation FD Disclosure.

SIGNATURES

EXHIBIT 99.1

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Item 7. Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated May 11, 2004, issued by SM&A.

Item 9. Regulation FD Disclosure.

On May 11, 2004, SM&A, a California corporation, issued a press release announcing the Board of Directors approval of a share repurchase plan. A copy of the press release is furnished as Exhibit 99.1 to this report.

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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.

SM&A

(Registrant)

Date May 11, 2004

/s/ Cathy L. Wood

(Signature)

Cathy L. Wood

Executive Vice President, Chief
Financial Officer and Secretary

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