SM&A Form 4 June 20, 2008

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 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 * UNTRACHT ROBERT J

(First) (Middle) (Last)

4695 MACARTHUR CT., 8TH **FLOOR**

(Street)

2. Issuer Name and Ticker or Trading

Symbol

SM&A [WINS]

3. Date of Earliest Transaction

(Month/Day/Year) 06/18/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

NEWPORT BEACH, CA 92660

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

3. (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

4. Securities

Securities Beneficially Owned Following

5. Amount of

Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

6. Ownership

Ownership (Instr. 4)

Indirect

7. Nature of

(A) or Code V Amount (D) Price

Reported Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative **Expiration Date** Security or Exercise any Code Securities (Month/Day/Year)

7. Title and Ame

Underlying Secu

(Instr. 3 and 4)

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(Instr. 3)		Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A or N of
	Nonqualified Stock Option (right to buy)	\$ 4.7	06/18/2008		A		12,000 (1)		06/18/2008(2)	06/18/2018	Common Stock	1

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

UNTRACHT ROBERT J
4695 MACARTHUR CT.
8TH FLOOR
NEWPORT BEACH, CA 92660

Signatures

/s/ Irma Eggert, by Power of Attorney 06/20/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- Pursuant to the Company's director compensation plan, Mr. Untracht was entitled to receive a stock option grant of 12,000 on each
 Anniversary Date of his appointment to the Company's Board of Directors. Due to an unintentional administrative oversight, the stock option Anniversary Grant for the year 2007 was not granted on his Anniversary Date of April 12. Upon recommendation by the Compensation Committee and approval by the Board of Directors the indicated stock option grant was approved on June 18, 2008.
- (2) This stock option grant represents Mr. Untracht's 2007 Anniversary Grant and shall vest and become exercisable as follows: (i) 3,000 on 6/18/2008; (ii) 3,000 on 4/12/2009; (iii) 3,000 on 4/12/2010; and (iv) 3,000 on 4/12/2011.

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.

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