

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

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(Exact name of registrant as specified in its charter)

California

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0-23585

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33-0080929

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(State or other  
jurisdiction of  
incorporation)

(Commission File  
Number)

(IRS Employer  
Identification No.)

4695 MacArthur Court,  
Eighth Floor,  
Newport Beach, California

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92660

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(Address of principal executive offices)

(Zip Code)

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

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(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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**INFORMATION TO BE INCLUDED IN THE REPORT**

**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
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

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(Registrant)

Date May 11, 2004

/s/ Cathy L. Wood

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(Signature)

Cathy L. Wood

Executive Vice President, Chief  
Financial Officer and Secretary

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**EXHIBIT INDEX**

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