39-1975614

(IRS Employer

Identification No.)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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): September 22, 2022

SPORTSMAN'S WAREHOUSE HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction

of incorporation)

001-36401

(Commission

File Number)

	1475 West 9000 South, Suite A West Jordan, Utah (Address of principal executive offices)		84088 (Zip Code)
	Registrant's tele	phone number, including area code	(801) 566-6681
	eck the appropriate box below if the Form 8-K filing is intervisions (see General Instruction A.2 below):	nded to simultaneously satisfy the filir	ng obligation of the registrant under any of the following
	Written communications pursuant to Rule 425 under the	Securities Act (17 CFR 230.425)	
	Soliciting material pursuant to Rule 14a-12 under the Exc	change Act (17 CFR 240.14a-12)	
	Pre-commencement communications pursuant to Rule 14	4d-2(b) under the Exchange Act (17 C	FR 240.14d-2(b))
	Pre-commencement communications pursuant to Rule 13	3e-4(c) under the Exchange Act (17 C	FR 240.13e-4(c))
Sec	urities registered pursuant to Section 12(b) of the Act:		
	Title of each class Common Stock, \$.01 par value	Trading Symbol(s) SPWH	Name of each exchange on which registered The Nasdaq Stock Market LLC
	icate by check mark whether the registrant is an emerging ge 12b-2 of the Securities Exchange Act of 1934 (§240.12b-		5 of the Securities Act of 1933 (§230.405 of this chapter) or
Em	erging growth company		
	n emerging growth company, indicate by check mark if the ised financial accounting standards provided pursuant to Sec		stended transition period for complying with any new or

Item 7.01. Regulation FD Disclosure.

On September 22, 2022, Sportsman's Warehouse Holdings, Inc. (the "Company") updated its investor presentation, which is attached hereto as Exhibit 99.1. The updated presentation is also available on the Company's website at www.sportsmans.com in the "Events & Presentations" tab of the "Investor Relations" section. The Company disclaims any obligation to correct or update these materials in the future except to the extent required by applicable law.

The information in this Item 7.01, including Exhibit 99.1 attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section and shall not be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as shall be expressly set forth by specific reference in any such filing.

Item 9.01. Financial Statements and Exhibits.

Exhibit 99.1. <u>Investor Presentation, dated September 22, 2022</u>

Exhibit 104. Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

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.

SPORTSMAN'S WAREHOUSE HOLDINGS, INC.

Date: September 22, 2022 By: /s/ Jeff White

Jeff White

Secretary and Chief Financial Officer



FORWARD LOOKING STATEMENTS AND NON-GAAP MEASURES

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 as contained in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements in this presentation include, but are not limited to, statements regarding our opportunity for long-term growth via market share gains, ecommerce platform growth and new physical store and distribution center expansion, opportunistic acquisitions, and future year targets and our ability to have sufficient inventory of products in demand by our customers. Investors can identify these statements by the fact that they use words such as "continue", "expect", "may", "opportunity", "plan", "future", "ahead" and similar terms and phrases. The Company cannot assure investors that future developments affecting the Company will be those that it has anticipated.

Actual results may differ materially from these expectations due to many factors including, but not limited to: current and future government regulations relating to the sales of firearms and ammunition, which may impact the supply and demand of our products and ability to conduct our business, our retail-based business model, general economic, market and other conditions, changes in consumer spending, our concentration of stores in the Western United States, competition in the outdoor activities and specialty retail market, changes in consumer demands or preferences, our expansion into new markets and planned growth, the impact of COVID-19 on our operations, and other factors that are set forth in our filings with the Securities and Exchange Commission (the "SEC"), including under the caption "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended January 29, 2022, which was filed with the SEC on March 30, 2022, and our other public filings made with the SEC and available at www.sec.gov.

If one or more of these risks or uncertainties materialize, or if any of the Company's assumptions prove incorrect, the Company's actual results may vary in material respects from those projected in these forward-looking statements. Any forward-looking statement made by the Company in this presentation speaks only as of the date on which the Company makes it. Factors or events that could cause the Company's actual results to differ may emerge from time to time, and it is not possible for the Company to predict them all. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

In this presentation, we refer to "Adjusted EBITDA," and "Adjusted EBITDA Margin," which are not financial measures prepared in accordance with Generally Accepted Accounting Principles ("GAAP"). For a reconciliation of these measures to the most directly comparable GAAP financial measure, see the Appendix to this presentation. As used herein, unless the context otherwise requires, references to "Sportsman's," "Sportsman's Warehouse," "we," "us," and "our" refer to Sportsman's Warehouse Holdings, Inc.



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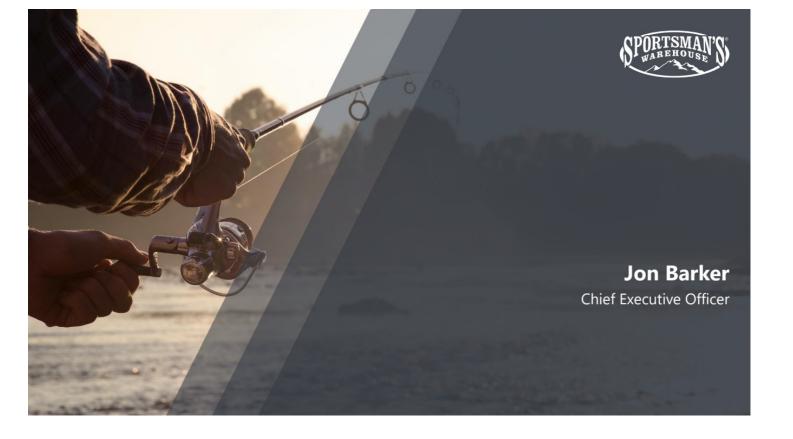
AGENDA

- Welcome / Breakfast
- Management Presentations Part I
- Store & DC Tours
- \(\) Lunch
- (>) Management Presentations Part II





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LEADERSHIP TEAM











JON BARKER CEO

JEFF WHITE CFO 2016

SHANE MILLER SVP, Store Operations 2020

STEVE STONER SVP, Human Resources 2019

SHERRY JANE LOVE SVP, Merchandising 2022









TRAVIS MANN VP, Vis. Merch & Real Estate VP, Compliance 2000

MATT FRENCH 1997

TOM CLEMENT VP, Supply Chain & Omni 2022

RILEY TIMMER VP, IR & Corp Development 2022



BOARD OF DIRECTORS



JOSEPH SCHNEIDER
CHAIRMAN



JON BARKER DIRECTOR



MARTHA BEJAR
DIRECTOR



GREGORY HICKEY

DIRECTOR



PHILIP WILLIAMSON

DIRECTOR



RICHARD MCBEE

DIRECTOR



NANCY A. WALSH

DIRECTOR



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LARGE, GROWING INDUSTRY WITH STRONG PARTICIPATION AND RETENTION

\$70B+ Estimated Industry Size

Hunting and Shooting Sports² Repeat Customers² Increased **Participation**

from Women²

Diverse Industry

Participation²

~14 million new firearm owners in 2020 & 2021

~23% of customers who purchased a firearm in 2020, purchased a second firearm in 2021

~33% of first-time firearms buyers in 2021 were women Increases in ownership among Women, African American, Hispanic American, and Asian American population Increased Outdoor Participation³

Hunting and Fishing Licenses⁴

Camping⁵

U.S.

53% of Americans participate in outdoor activities. Highest participation rate on record

Estimate of number of 393.3 million firearms in the

In 2021, camping accounted for 40% of all

Increases vs 2019



Based on National Sporting Goods Association 2021 data, industry sources, and Company estimates. ² NSSF Outdoor Foundation 2021 Participation Trends. ⁴US Fish and Wildlife Service National Hunting License Data KOA North American Camping Report

leisure trips

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COMPETITION & MARKET SHARE

Significant Market Share Opportunity Resurgence of outdoor participation Fragmented & reduced competition Increasing brand reach & awareness Nimble & entrepreneurial culture, driving quick go-to-market strategies Large retailers Regional stores 50K+ independent dealers (65%)

SPORTSMAN'S WAREHOUSE

Differentiated Outdoor Specialty Retailer



Conveniently located stores with **easy-in**, **easy-out** access



Highly trained, **experienced** employees with **"localized**" knowledge



Fully integrated **omni-channel** platform allowing customers to seamlessly shop the full assortment



Deep assortment of brands curated for local demands



Every day low price leader – limited promotions









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CURRENT STORE FOOTPRINT





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Avid Participant

Experts at their craft and study to optimize their performance, including buying best-in-class products to help ensure a great experience

Enthusiast Participant

Younger version of our Avid customer but passionate about spending time outdoors and will occasionally spring for a big-ticket item

Casual Participant

Occasional outdoor goers who look for great deals whenever possible, which is understandable considering they really aren't brand loval

AGE
HOUSEHOLD INCOME
HOMEOWNER
SHOPS AT
EATS AT
DRIVES
KIDS
OTHER ACTIVITIES
EDUCATION
LISTENS TO
WORK

48
\$90,000
✓
Home Depot, Walmart
Texas Roadhouse, Chick-Fil-A
Chevy Silverado 2500
3
Kid's Sports, College Sports, Church
College Graduate
Country
Service Company Business Owner

36	
\$85,000	
✓	
Amazon, Old Navy	
Sonic, Cracker Barrel	
Ford F-150	
2	
Kid's Sports, Nascar	
Some College	
Country	
Construction Management	

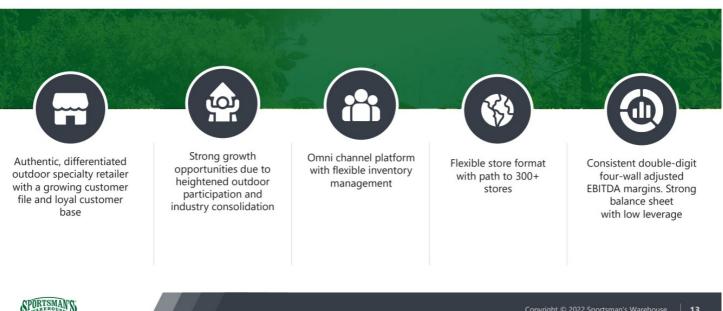
42
\$70,000
✓
Best Buy, Costco
Carl's Jr., Outback
Ram 1500
4
Kid's Basketball, UFC
College Graduate
Country
Government Employee



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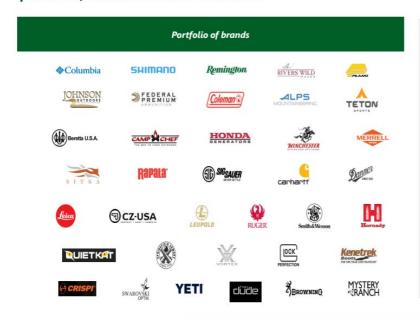
KEY COMPANY HIGHLIGHTS

We Provide Outstanding Gear and Exceptional Service to Inspire Outdoor Memories





ASSORTMENT STRATEGY & LOCAL ASSORTMENT STRATEGY | DEPTH, BREADTH AND BRANDS















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GROWTH OPPORTUNITIES



Footwear



Apparel



Backyard



Camping



Dog and Pet



Outdoor Cooking



Power Sports



Saltwater Fishing



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- > Hunt lifestyle-camo
- Designed for the authentic hunter focused on performance
- Product is tested in the field to ensure reliability during the hunt
- (>) Combination of technology, durability, and style at an affordable price
- (>) Key features & benefits comparable to national best brands









- Authentic fishing and camping equipment brand
- Series on the water and at the campsite
- Includes gear for all essential fishing and camping needs
- Quality and value
- Oreated and tested by end users
- Opportunity for growth in category expansion













- > Hunting and camping categories and includes apparel, footwear, and equipment
- For the hunter and camper that enjoys outdoor activities with quality gear
- > Tested gear at an affordable price
- \(\) Launched first footwear style in 2022
- Oreated and tested by end users
- (S) Growth opportunities in category expansion



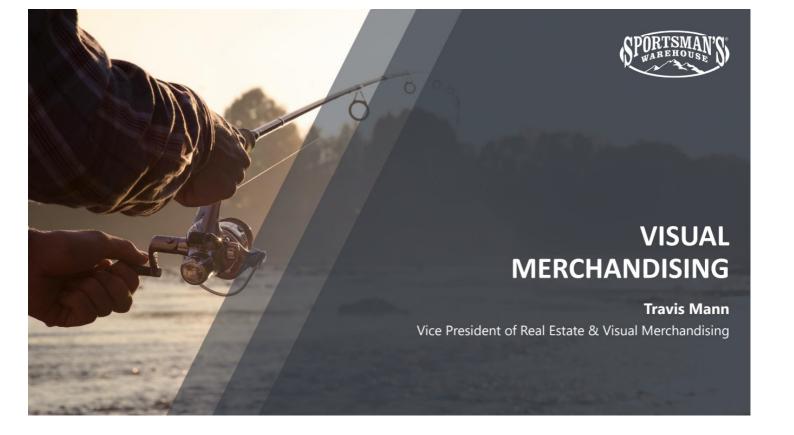






- Authentic shooting / tactical brand
- Accessories for the serious hunter or recreational shooter
- Omparable quality at affordable prices
- > Field tested for reliability and durability
- Sometimes of the contract o





IMPROVED MERCHANDISING

Before & After







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IMPROVED MERCHANDISING

Store within a store concept

- Partner with large vendors
- Improved sightlines
- Improved shopping experience
- Drive sales and margins

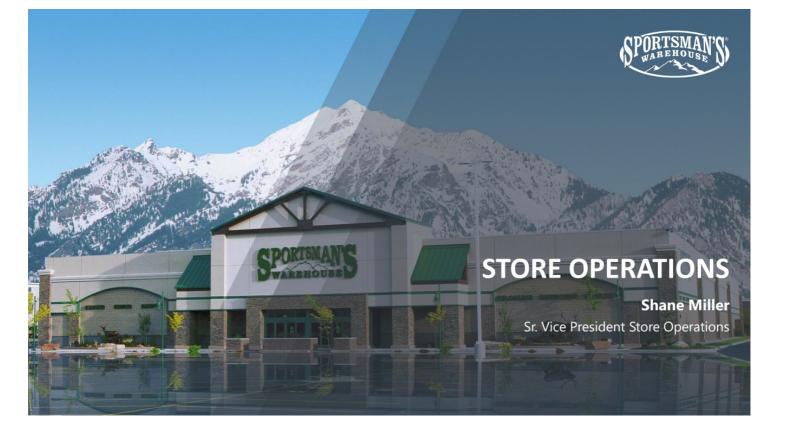








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"We Provide Outstanding Gear and **Exceptional Service** to Inspire Outdoor Memories"

- (>) How we win with customer service / expertise
- > How we engage with customers
- Store refresh program
- (>) Conservation
- > The power of reporting

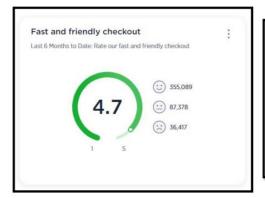




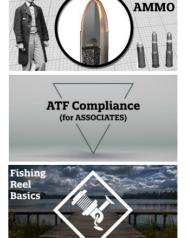
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HOW WE WIN WITH CUSTOMER SERVICE AND EXPERTISE

- · Hire, train, and develop passionate and knowledgeable associates
- Provide engaging opportunities to learn and use products and merchandise
- Training and sales performance is encouraged, tracked, and rewarded
- Regulatory compliance industry leading







HANDGUN





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HOW WE ENGAGE WITH CUSTOMERS













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USED FIREARMS: BUY, SELL, & TRADE

- Increasing demand for locations that buy and sell firearms safely
- Encourage trade-ins and trade-ups 90 active locations
- Significantly higher margin on used versus new firearms

FIREARM SERVICE PLANS

- Highly accretive and growing product, offering 1-or-3-year plans
- Convenient and consistent way to get firearms serviced
- · Fair pricing with quick turnaround time
- Services include
 - Mounting and bore sighting
 - Field cleaning
 - Factory-service augmentation

GUNSMITH SERVICES

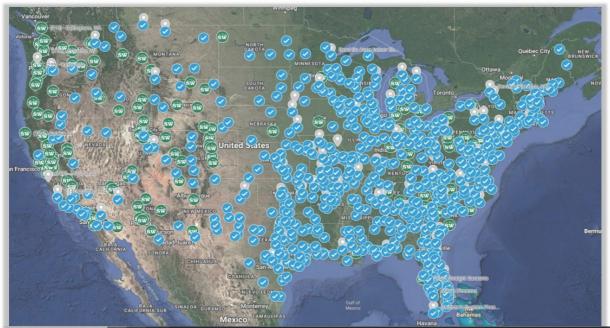
- Offering a full-service, comprehensive gunsmithing center
- Full suite of services include repairs, refurbishments, renovations and restorations
- Team of handpicked highly experienced gunsmiths
- Direct shipping available for all U.S. customers

Continuous Focus on Improving Customer Experience While Enhancing Margins



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95%+ OF POPULATION SERVICED THROUGH FFL PARTNERSHIPS





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Before Refresh

- Dated fixturing
- Poor sightlines
- Inefficient checkout
- Not visually pleasing









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STORE REFRESH PROGRAM

After Refresh

- Improved sightlines, merchandise presentation, brand recognition and seasonal intensity
- Connect to a new generation of customers while protecting our culture and heritage
 Checkout and customer service efficiency
 Update stores as old as 24 years









STORE REFRESH PROGRAM

- Refreshed stores 2021: 18 stores 2022: 8 stores
- Customer satisfaction scores increased on average by 14.3%
- Revenue in refresh stores outperforms company comp stores





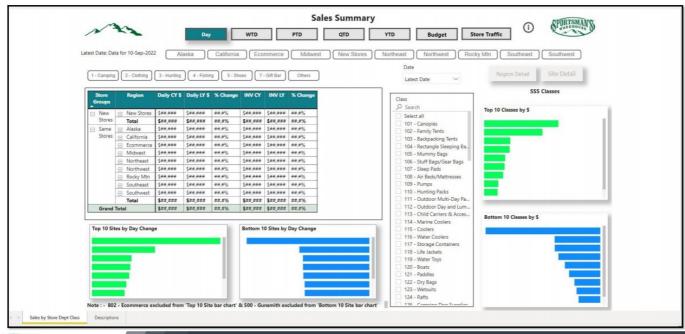
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CONSERVATION AND PUBLIC LAND RESTORATION



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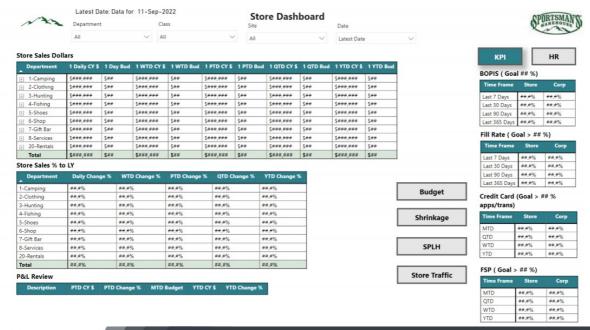
THE POWER OF REPORTING





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THE POWER OF REPORTING





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FLEXIBLE STORE FORMAT



"Spike Camp" concept stores (~10K sq. ft store)



Greater reach to more geographies



Value Engineering

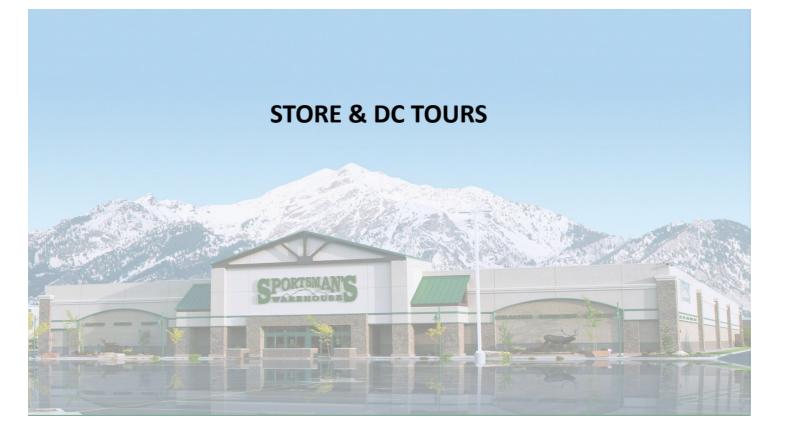








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Methodology

Identify Underserved Areas

Demographics & Population Size

On-the-Ground Market Knowledge

NICS Firearms Sales Data



Technology (Placer.ai foot traffic data)



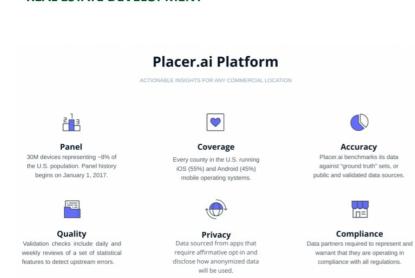
Placer.ai

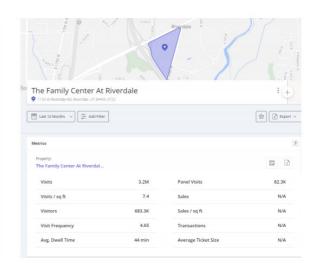
Sales Model Projections





REAL ESTATE DEVELOPMENT







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REAL ESTATE DEVELOPMENT





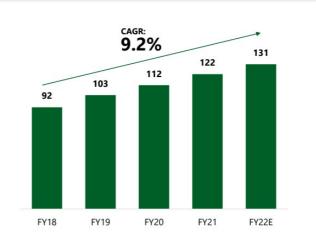
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NEW STORE GROWTH



Significant Store Growth





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ACCELERATED STORE EXPANSION STRATEGY



Significant New Store Potential

80+ stores in the west

Underserved consumer / demand

Flexible store format (large & small markets)

Within 100 miles of current store to leverage supply chain



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ACCELERATED STORE EXPANSION STRATEGY



Strategic Filters

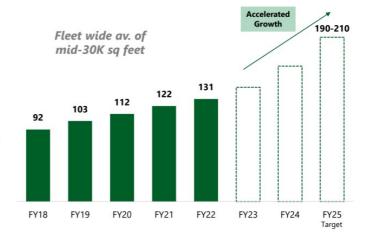
- · Data-driven market prioritization to expand footprint
- · Convenient locations
- · Underserved consumer markets
- Flexible store formats (7,500 65,000 sq. ft.)



Financial Targets

- >10% 4-wall EBITDA margin upon maturity
- >20% ROIC (including initial inventory) upon maturity
- Maturity of new stores expected within 18-24 months

Estimated 131 Stores in 30 States at End of FY2022





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GROW AND ENHANCE OMNI-CHANNEL



Increase reach & database growth through digital maturity



- Digital marketing optimization
- Attract adjacent consumers through specialty websites
- Grow and leverage large email loyalty and credit card databases



Expand merchandise assortment



- 3rd party federal firearm license (FFL) partnerships
- Increased dropship partnerships
- Expanding SKUs



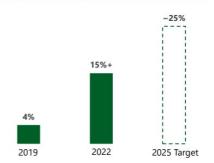
Leverage stores



- 70%+ ecom sourced thru stores & dropship
- Firearms & ammo drive store traffic
- Forward deployment of inventory
- Ship from store

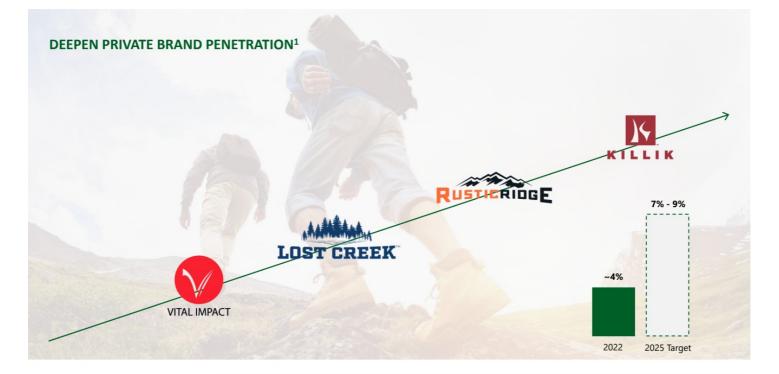


Ecom Penetration (% of sales)





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¹ Includes private brand sales and exclusive offerings. Penetration is expressed as a percentage of total sales

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DISCIPLINED APPROACH TO M&A









Must Support Strategic Roadmap





Adjacent Categories or Product to Attract a New Consumer



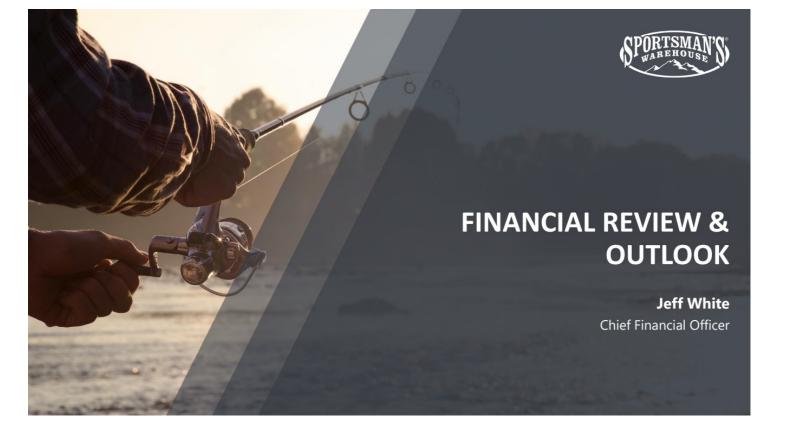


Facilitates Accelerated / Strategic Store Growth

12 F&S Stores



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KEY HIGHLIGHTS AND TAKEAWAYS

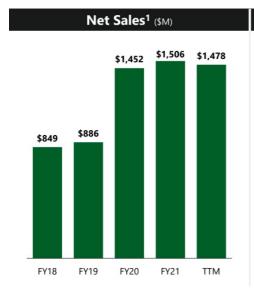
- Strong underlying fundamentals driving growth
- Strong balance sheet & cash flow
- Well positioned to capture market share
- Disciplined financial model for store expansion
- Shareholder value driven capital allocation strategy



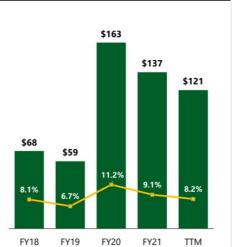


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STRONG FINANCIAL PERFORMANCE







Gross Profit (\$M) & Margin (%)





¹TTM = trailing 12 months from the end of 2Q22 ² See Appendix for reconciliation of non-GAAP measures

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STRONG BALANCE SHEET WITH DISCIPLINED INVESTMENT APPROACH

Clear Capital Allocation Priorities

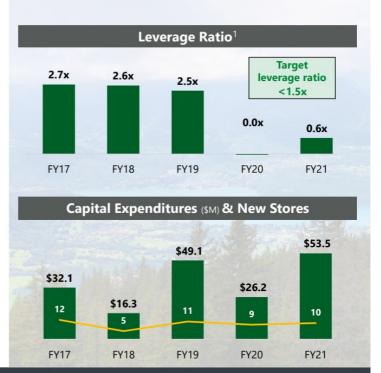
New store growth

Omni-channel development (retail & e-commerce)

(>) Talent & technology

Share repurchases

Opportunistic acquisitions

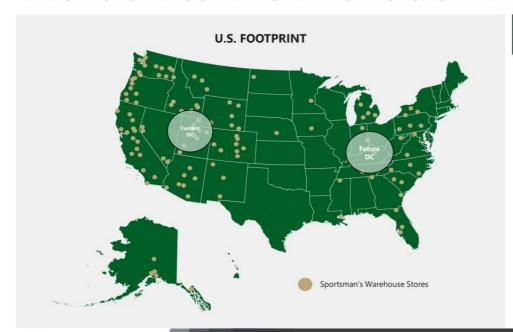




 $^{\rm I}$ Total Debt at end of period to Adj. EBITDA. See the Appendix for a reconciliation of Adjusted EBITDA to Net Income.

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EXPLORING A STRATEGICALLY PLACED 2ND DISTRIBUTION CENTER - 2024



Total Cost Reductions

Located along major corridor

Faster service to eastern stores

Decreased transportation expenses

Support new store growth



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NEW STORE PERFORMANCE

2019 – 2021 (3 year average)

4-Wall EBITDA: ~15%

ROIC: ~47%





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FY2025 TARGETS

- Total of 190 210 stores
- > ~25% ecom penetration
- Low single-digit SSS growth

Revenue:

\$1.8B - \$2.0B

AEBITDA:

8% - 10%

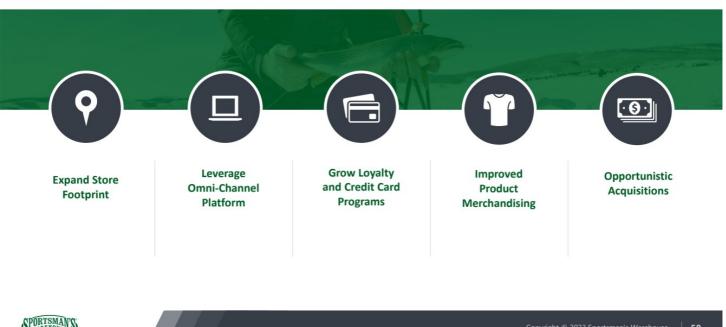
Target leverage ratio Path to sales & profitability goals <1.5x High single to low double-digit organic growth from expansion into new and existing geographies¹ Growth of ecommerce penetration into new and existing Operational efficiencies to drive higher gross margins and leverage operational expenses Leverage our loyalty and customer databases

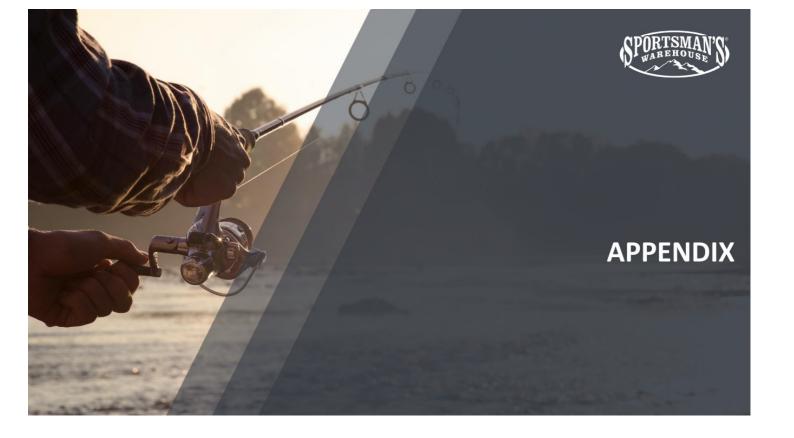


cludes both same store and new store sales.

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KEY GROWTH INITIATIVES TO ACHIEVE OUR LONG-TERM SALES AND EBITDA GOALS





NON-GAAP TO GAAP RECONCILIATION TABLE

SPORTSMAN'S WAREHOUSE HOLDINGS, INC. GAAP and Non-GAAP Measures (Unaudited) (in thousands, except per share data)

Reconciliation of net income to adjusted EBITDA:

	For the Thirteen Weeks Ended				For the Twenty-Six Weeks Ended			
Net income	July 30, 2022		July 31, 2021		July 30, 2022		July 31, 2021	
	S	14,614	\$	17,723	\$	16,612	\$	28,173
Interest expense		767		266		1,334		492
Income tax expense (benefit)		5,135		6,195		5,576		9,147
Depreciation and amortization		7,762		6,360		15,173		12,136
Stock-based compensation expense (1)		1,091		1,027		2,449		2,043
Pre-opening expenses (2)		553		1,183		1,504		1,378
Acquisition costs (3)		-		2,461		-		5,306
Executive transition costs (4)		704		-		925		-
Adjusted EBITDA	S	30,626	\$	35,215	S	43,573	\$	58,675
Net sales	\$	351,021	\$	361,778	S	660,526	S	688,770
Adjusted EBITDA margin		8.7%		9.7%		6.6%		8.5%

- (1) Stock-based compensation expense represents non-cash expenses related to equity instruments granted to employees under our 2019 Performance Incentive Plan and Employee Stock Purchase Plan.
- (2) Pre-opening expenses include expenses incurred in the preparation and opening of a new store location, such as payroll, travel and supplies, but do not include the cost of the initial inventory or capital expenditures required to open a location.

 (3) The 13 and 26 weeks ended July 31, 2021, included \$2.5 and \$5.3 million of expenses incurred relating to the terminated merger with Great Outdoors Group.
- (4) Expenses incurred relating to the recruitment and hiring of various key members of our senior management team. These events are not expected to be recurring

