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): December 01, 2022

American Outdoor Brands, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation) 001-39366 (Commission File Number) 84-4630928 (IRS Employer Identification No.)

1800 North Route Z, Suite A Columbia, Missouri (Address of Principal Executive Offices)

65202 (Zip Code)

Registrant's Telephone Number, Including Area Code: (800) 338-9585

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

D Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Common Stock, Par Value \$0.001 per Share	AOUT	The NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company \boxtimes

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

We are furnishing this Current Report on Form 8-K in connection with the disclosure of information, in the form of the textual information from a PowerPoint presentation to be given at meetings with investors and analysts. This information may be amended or updated at any time and from time to time through another Form 8-K, a later company filing, or other means.

The information in this Current Report on Form 8-K (including the exhibit) is furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information in the Report that is required to be disclosed solely by Regulation FD.

We do not have, and expressly disclaim, any obligation to release publicly any updates or any changes in our expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

The text included with this Report on Form 8-K is available on our website located at *www.aob.com*, although we reserve the right to discontinue that availability at any time.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Investor Presentation, dated December 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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 thereunto duly authorized.

AMERICAN OUTDOOR BRANDS, INC.

Date: December 1, 2022

By: /s/ H. Andrew Fulmer

H. Andrew Fulmer Executive Vice President, Chief Financial Officer, and Treasurer



LEGAL SAFE HARBOR

Certain statements contained in this presentation may be deemed to be forward-looking statements under federal securities laws, and we intend that such forward-looking statements be subject to the safe harbor created thereby. All statements other than statements of historical facts contained or incorporated herein by reference in this presentation, including statements regarding our future operating results, future financial position, business strategy, objectives, goals, plans, prospects, markets, and plans and objectives for future operations, are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as "anticipates," "believes," "estimates," "expects," "intends," "suggests," "targets," "contemplates," "projects," "predicts," "may," "might," "plan," "would," "should," "could," "may," "can," "potential," "continue," "objective," or the negative of those terms, or similar expressions intended to identify forward-looking statements. However, not all forward-looking statements contain these identifying words. We caution that these statements are qualified by important risks, uncertainties, and other factors that could cause actual results to differ materially from those reflected by such forward-looking statements. Such factors include, among others, potential disruptions in our suppliers' ability to source the raw materials necessary for the production of our products, disruptions and delays in the manufacture of our products, and difficulties encountered by retailers and other components of the distribution channel for our products including delivery of product stemming from port congestion and related transportation challenges; lower levels of consumer spending in general and specific to our products or product categories; our ability to introduce new products that are successful in the marketplace; interruptions of our arrangements with third-party contract manufacturers and freight carriers that disrupt our ability to fill our customers' orders; increases in costs or decreases in availability of finished products, product components, and raw materials; our ability to maintain or strengthen our brand recognition and reputation; the ability to forecast demand for our products accurately; our ability to continue to expand our e-commerce business; our ability to compete in a highly competitive market; our dependence on large customers; our ability to attract and retain talent; an increase of emphasis on private label products by our customers; pricing pressures by our customers; our ability to collect our accounts receivable; the potential for product recalls, product liability, and other claims or lawsuits against us; our ability to protect our intellectual property; inventory levels, both internally and in the distribution channel, in excess of demand; our ability to identify acquisition candidates, to complete acquisitions of potential acquisition candidates, to integrate acquired businesses with our business, to achieve success with acquired companies, and to realize the benefits of acquisitions in a manner consistent with our expectations; the performance and security of our information systems; our ability to comply with any applicable foreign laws or regulations and the effect of increased protective tariffs; economic, social, political, legislative, and regulatory factors; the potential for increased regulation of firearms and firearms-related products; the effect of political pressures on firearm laws and regulations; the potential impact on our business and operations from the results of federal, state, and local elections and the policies that may be implemented as a result thereof; our ability to realize the anticipated benefits of being a separate, public company; future investments for capital expenditures, liquidity and anticipated cash needs and availability; the potential for impairment charges; estimated amortization expense of intangible assets for future periods; actions of social or economic activists that could, directly or indirectly, have an adverse effect on our business; disruptions caused by social unrest, including related protests or disturbances; our assessment of factors relating to the valuation of assets acquired and liabilities assumed in acquisitions, the timing for such evaluations, and the potential adjustment in such evaluations; and, other factors detailed from time to time in our reports filed with the Securities and Exchange Commission, including our Annual Report on Form 10-K for the fiscal year ended April 30, 2022.

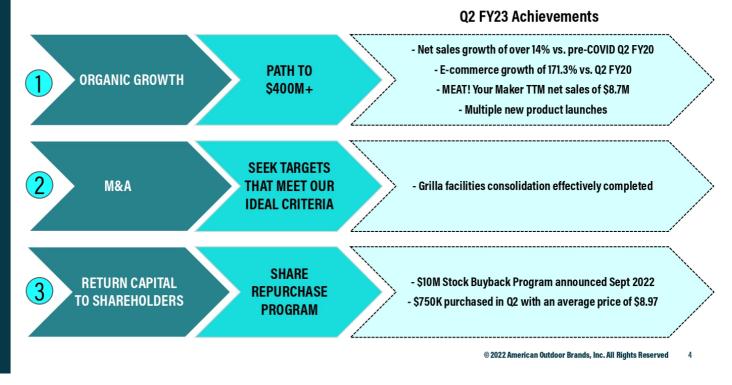
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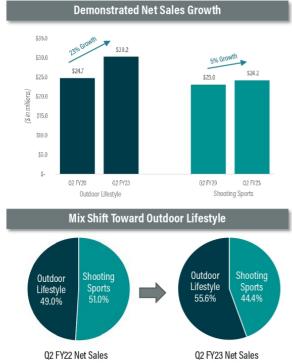
AMERICAN OUTDOOR BRANDS (NASDAQ: AOUT)

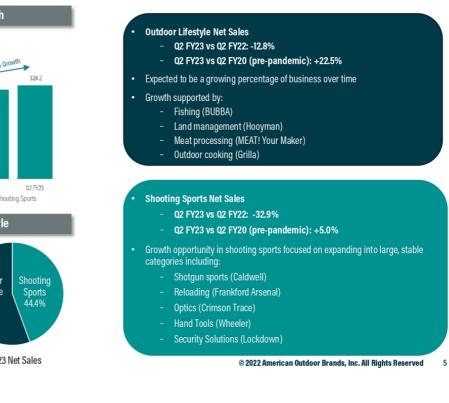
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DISCIPLINED EXECUTION OF LONG-TERM VALUE CREATION STRATEGY

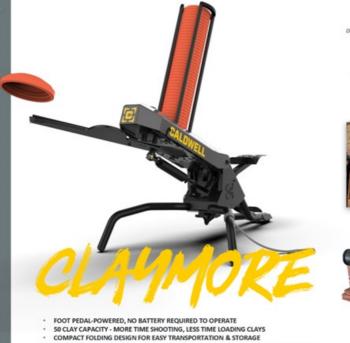




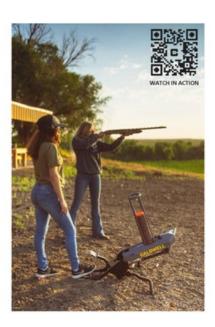




NEW: CALDWELL CLAYMORE CLAY TARGET THROWER







FOOT PEDAL-POWERED, NO BATTERY REQUIRED TO OPERATE 50 CLAY CAPACITY - MORE TIME SHOOTING, LESS TIME LOADING CLAYS COMPACT FOLDING DESIGN FOR EASY TRANSPORTATION & STORAGE SELECTABLE FLURRY MODE LAUNCHES CLAYS AS FAST AS YOU CAN STEP ON THE PEDAL

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GRILLA: EXCLUSIVE "TURN-KEY" OUTDOOR COOKING ECOSYSTEM







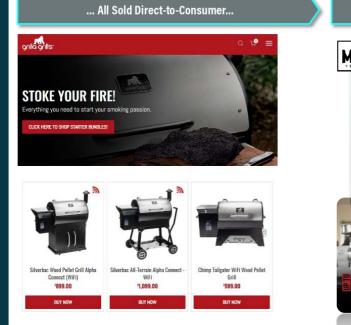
... Designed with an Ecosystem in Mind ...

"I have a [Silverbac] and Primate. I got the 3-piece kitchen but need to buy the corner and an additional 31-inch cabinet."

- Facebook Post from Grilla Customer (July 2022)

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DTC-ONLY BRANDS DELIVERED NEARLY 10% OF Q2 NET SALES

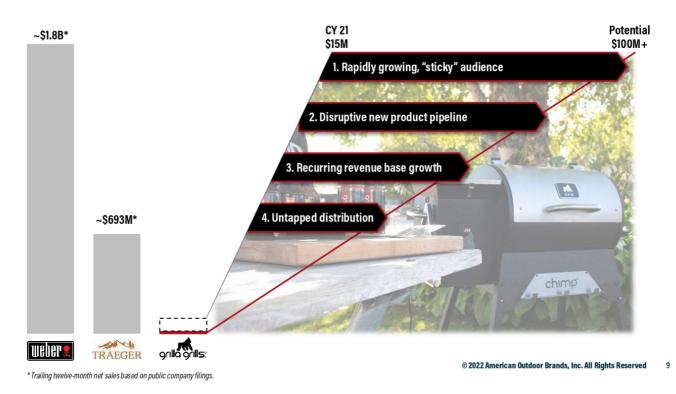




... While Leveraging Complementary AOB Brand Audiences

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GRILLA: OPPORTUNITY TO BECOME \$100M+ REVENUE BRAND



"We leverage our culture of innovation to deliver solutions for consumers in the moments that matter"

AOUT'S VALUE DRIVERS

- ✓ Large, passion-driven industry
- ✓ Favorable macro trends (fishing, hunting, personal protection, shooting sports, camping, hiking, and outdoor cooking)
- ✓ Diverse portfolio of 21 early-stage consumer brands
- ✓ Innovative "Dock & Unlock"™ formula fuels brand growth
- ✓ Leverageable model drives profitability
- ✓ Strong balance sheet supports organic growth & acquisitions



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AMERICAN OUTDOOR BRANDS, INC. AT A GLANCE





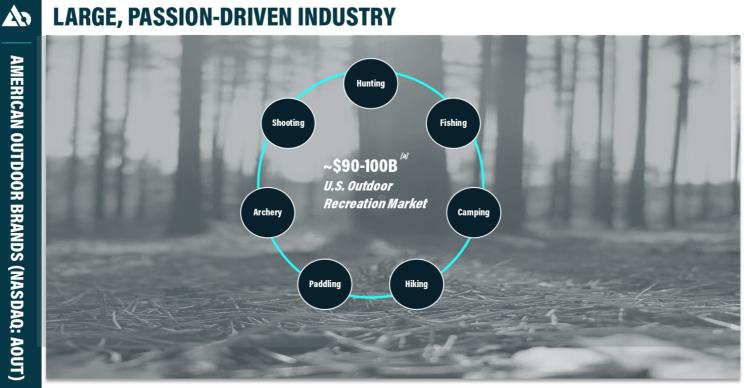
TTM Net Sales	\$214.1 million	Growth Target	\$400M+
TTM Gross Profit Margin	45.4%	Target Adj. EBITDAS Margin %	Mid- to High-teens
TTM Adjusted EBITDAS	\$21.6 million, or 10.1%	Headquarters	Columbia, Missouri
Net Debt	\$3.6 million	Fiscal Year End	April 30
Net Debt / Adj. EBITDAS	~0.2x	Employee Count	296*

*At October 31, 2022

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LARGE, PASSION-DRIVEN INDUSTRY

AMERICAN OUTDOOR BRANDS (NASDAQ: AOUT)

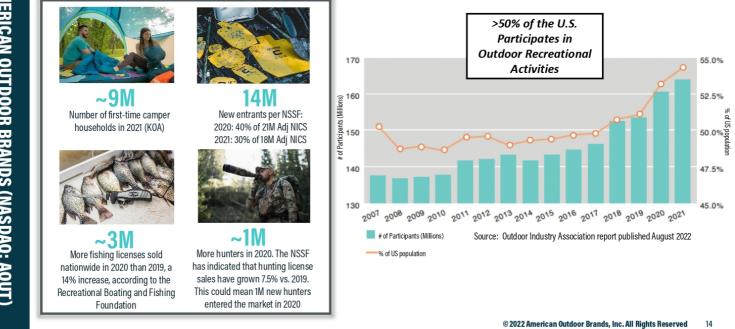


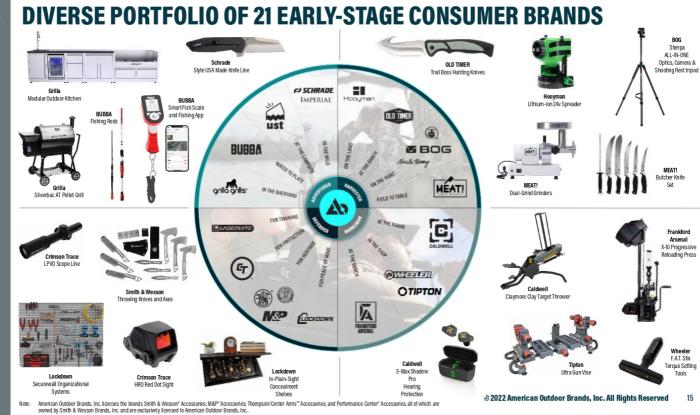
(a) Based on a 2017 report issued by the Outdoor Industry Association.

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FAVORABLE OUTDOOR ACTIVITY MACRO TRENDS

OUTDOOR PARTICIPATION TRENDS





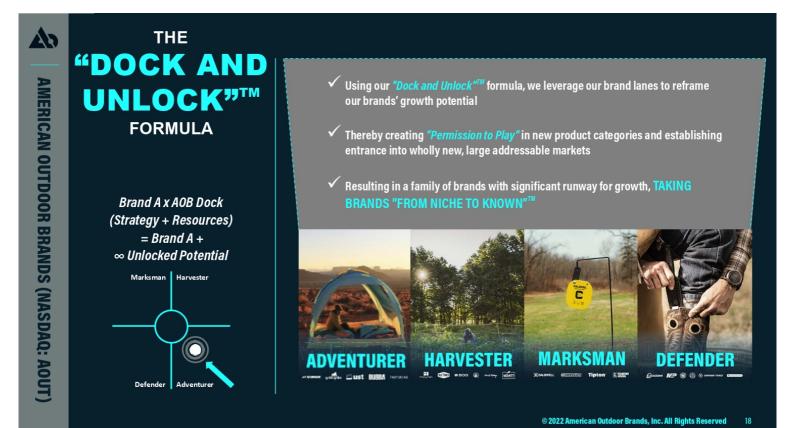
15

	Outd	oor Lifestyle	Shooting Sports	Illustrative Products
	BUBBA	•	0	Fillet knives, fishing rods, fishing tools, kitchen cutlery, apparel
rer	grilla grills	ě	ŏ	Grills, smokers, outdoor kitchens, pellets, & accessories
9	IMPERIAL	ě	ŏ	Folding, fixed-blade knives
Adv	SCHRADE	ŏ	ŏ	Folding & fixed-blade knives, multi-tools, adventure equipment
	ust	ŏ	ŏ	Tents, sleeping bags, mattress pads, camping tools and accessories
i i	BOG		0	Hunting rests, ground blinds, chairs, game cameras
	Hooyman.	•	ŏ	Land management: rakes, shovels, pruning tools, tree saws
ster	MEAT!	•	Õ	Meat grinders, slicers, dehydrators
Harvester	OLD TIMER	•	0	Folding, fixed-blade, & fillet knives
	The our second and the second	Ŏ	0	Hunting bags & protective cases, binoculars, hunting accessories
	Uncle Henny	Ó	0	Folding, fixed-blade, & hunting knives
	CALDWELL	0		Range Gear: Shooting rests, targets, hearing & eye protection
sman		0		Reloading equipment
Marksman		0		Gun vises, cleaning supplies
	WHEELER	0		Gunsmithing and other tools
(CRIMSON TRACE	0	•	Scopes, lasers, red dot sights
	LASERLYTE	0	•	Laser training devices
Defender	LOCKODWN	0		Vault organization, logic-enabled vault doors and security monitoring, cable locks
Defe	Smith & Wesson		•	Folding & fixed-blade knives, tools, protective gun cases
	Performance ASCenter Up SouthBase	0		Gun cases and cleaning kits
(Smith & Wesson			Folding & fixed-blade knives, tools, protective gun cases, parts kits

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STRONG PRESENCE IN TRADITIONAL AND E-COMM CHANNELS





"DOCK & UNLOCK"[™] CASE STUDY

TTM FY23 vs TTM FY22

Our Brand Lane structure and product development capabilities allow us to create wholly new brands that have the potential to deliver strong, incremental, organic growth.

\$1M in Net Sales

FY21

Brand Launched

FY20

MEAT! Concept Developed internally FY19 Net Sales - 100% DTC

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FY23

FY22

"DOCK & UNLOCK"[™] CASE STUDY



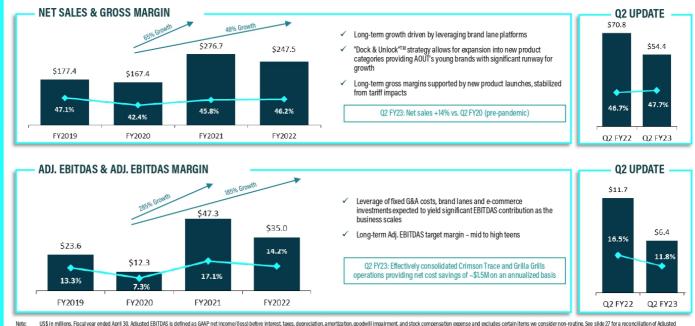
BRAND "PERMISSION TO PLAY" DRIVES GROWTH POTENTIAL

'Docked' Brand	Lifestyle Supported ("Moments that Matter")	New Distribution	Expand Market Share	New Categories	New Consumer Markets		'Docked' Brand	Lifestyle Supported ("Moments that Matter")	lew Distribution	Expand Market Share	lew Categories	New Consumer Markets
SCHRADE	In the Wild	✓	✓	~				At the Range	∠	□	∠	∠
IMPERIAL	In the Wild	~	✓					In the Shop	✓	✓	✓	
ust	At the Campsite	\checkmark	\checkmark	~		arksma	0		1		1	
BUBBA	Water to Plate	~	~	~	~	Ŵ					•	
grilla grilla:	In the Backyard	✓	~	~	~		ARSENAL				•	
= Hooyman	On the Land	~	~	~	~		LOCKDOWN	For Peace of Mind	 ✓ 	✓	✓	\checkmark
OLO TIMER	At the Ranch	~	~	~			Smith&Wesson	For Heritage	✓	✓		
BOG	On the Hunt	✓	✓	~		nder	Smith&Wesson	For Heritage	~	✓		
	On the Hunt	✓	✓			Defe	Performance Center	For Heritage	✓	✓		
Moncle Henny:	On the Hunt	~	~				(F) CRIMSON TRACE	For Protection	~	~	✓	
MEAT!	Field to Table	✓	✓	~	✓		LASERLYTE	For Training	~	~	✓	~
	CHRADE IMPERIAL Cist DUDDA guilogrilogrilogrilogrilogrilogrilogrilogr	'Docked' Brand ("Moments that Matter") In the Wild In the Wild IMPERIAL In the Wild Image: State Sta	Schrade In the Wild ✓ IMPERIAL In the Wild ✓ Image: Schrade At the Campsite ✓ Image: Schrade ✓ ✓ Im	In the Wild Image: Constraint of the Wild Image: C	In the Wild Image: marked system Image: marked system	Docked' BrandCliestyle supported ("Moments that Matter")MMMMSchradeIn the Wild✓✓✓✓IMPERIALIn the Wild✓✓✓✓MatterAt the Campsite✓✓✓✓SupportedWater to Plate✓✓✓✓SupportedIn the Backyard✓✓✓✓SupportedOn the Land✓✓✓✓SupportedOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓MatterOn the Hunt✓✓✓✓	'Docked' Brand C'Moments that Matter') B R R	Docked' Brand CHESTY IS SUPPORTED Image: Supported <th< td=""><td>Docked' Brand Iterstyle supported ("Moments that Matter") B CALLOWELL At the Bance BUBBIN Mater to Plate In the Backyard In In the Backyard In In the Shop In the Shop</td><td>Docked' Brand Lifestyle Supported ("Moments that Matter") Nocked' Brand Lifestyle Supported ("Moments that Matter") Nocked Brand At the Range I BUBBAN Mater to Plate I <thi< th=""> I <thi< th=""> I I I<td>Docked' Brand Lifestyle Supported ("Moments that Matter") Notesting Notesting</td><td>Docked' Brand Lifestyle Supported ("Moments that Matter") Notestyle Notestyle</td></thi<></thi<></td></th<>	Docked' Brand Iterstyle supported ("Moments that Matter") B CALLOWELL At the Bance BUBBIN Mater to Plate In the Backyard In In the Backyard In In the Shop In the Shop	Docked' Brand Lifestyle Supported ("Moments that Matter") Nocked' Brand Lifestyle Supported ("Moments that Matter") Nocked Brand At the Range I BUBBAN Mater to Plate I <thi< th=""> I <thi< th=""> I I I<td>Docked' Brand Lifestyle Supported ("Moments that Matter") Notesting Notesting</td><td>Docked' Brand Lifestyle Supported ("Moments that Matter") Notestyle Notestyle</td></thi<></thi<>	Docked' Brand Lifestyle Supported ("Moments that Matter") Notesting Notesting	Docked' Brand Lifestyle Supported ("Moments that Matter") Notestyle Notestyle

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LEVERAGEABLE MODEL DRIVES PROFITABILITY



US\$ in millions. Fiscal year ended April 30. Adjusted EBITDA's is defined as GAAP net income/(loss) before interest, taxes, depreciation, a mortization, goodwill impairment, and stock compensation expense and excludes certain items we consider non-routine. See slide 27 for a reconciliation of Adjusted EBITDA's. Financials for Pr2019 include activity for the period subsequent to the acquisition of Grilla Grills.

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LONG-TERM FINANCIAL TARGETS

	Long-Term	Long-Term Drivers
Net Sales ⁽¹⁾	Path to \$400M+	 ✓ Expand market share ✓ New product categories ✓ New consumer markets ✓ New distribution
Adjusted EBITDAS	Mid to high teens %	 High level of operating leverage from existing brand lane platform Adjusted EBITDAS margins expected to increase with net sales growth
Capital Expenditures	N/A	 Long-term will primarily be maintenance capex related to product tooling

Note: Long-term financial targets per AOUT Management's estimates is based on information available to Management at the time presented and is subject to change in the future especially in light of the difficulty in assessing and predicting with precision any market dynamics and changes which are beyond Management's knowledge and control. Please see also reference to other factors that could change Management's estimates in the Legal Safe Harbor on Slide 2 of this presentation.

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STRONG BALANCE SHEET SUPPORTS ORGANIC GROWTH & ACQUISITIONS

LANCE SHEET AS OF OCTOBER 3	1, 2022
Assets (\$M)	
Cash	\$16.4
Other Current Assets	156.5
Intangibles	58.1
PP&E	10.2
Other Assets	25.3
Total Assets	\$266.5
Liabilities & Equity (\$M)	
Current Liabilities	\$23.6
Bank Debt*	20.0
Other Liabilities	24.1
Total Liabilities	\$67.7
Stockholders' Equity	\$198.8
Total Liabilities & Equity	\$266.5

 $\checkmark~$ Significant liquidity (up to ~\$72M available capital)

- ✓ \$75M asset-based revolving credit facility, expandable by \$15M
- ✓ Virtually zero net debt leverage
- ✓ Strong annual free cash flow generation
- ✓ Dry powder available for strategic acquisitions

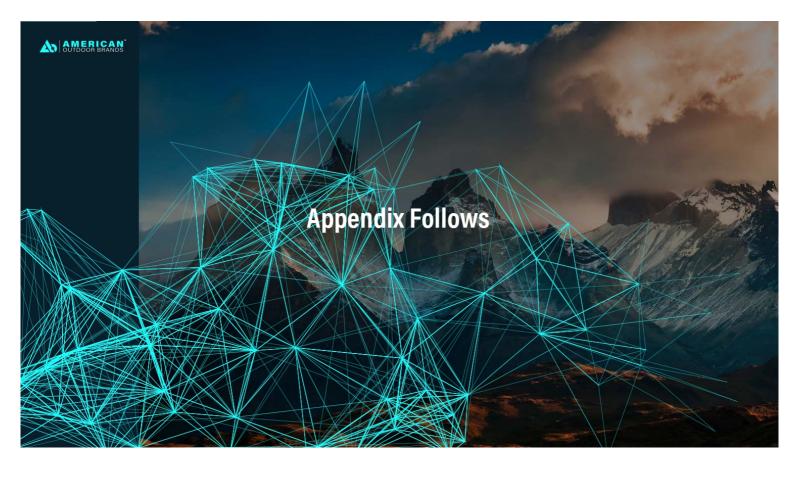
IDEAL ACQUISITION CRITERIA

- ✓ "Dock & Unlock"™ Friendly via Brand Lane Structure
- ✓ "Niche to Known"™ Opportunity (Runway for Growth)
- ✓ Large, Addressable Markets
- 🗸 Low Complexity
- ✓ Further Diversifies Supply Chain

* Additional \$10M paid down in November 2022 leaving balance of \$10M outstanding

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EXPERIENCED LEADERSHIP



NON-GAAP FINANCIAL MEASURES

In this presentation, certain non-GAAP financial measures, including "non-GAAP net income," "non-GAAP income per share diluted," and "Adjusted EBITDAS" are presented. A reconciliation of these and other non-GAAP financial measures are contained at the end of this press release. From timeto-time, the Company considers and uses these non-GAAP financial measures as supplemental measures of operating performance in order to provide the reader with an improved understanding of underlying performance trends. The Company believes it is useful for itself and the reader to review, as applicable, both (1) GAAP measures that include (i) amortization of acquired intangible assets, (ii) stock compensation, (iii) facility consolidation costs, (iv) technology implementation, (v) acquisition costs, (vi) stockholder cooperation agreement costs, (vii) income tax adjustments, (viii) interest expense, (ix) income tax expense, and (x) depreciation and amortization; and (2) the non-GAAP measures that exclude such information. The Company presents these non-GAAP measures because it considers them an important supplemental measure of its performance and believes the disclosure of such measures provides useful information to investors regarding the Company's financial condition and results of operations. The Company's definition of these adjusted financial measures may differ from similarly named measures used by others. The Company believes these measures facilitate operating performance comparisons from period to period by eliminating potential differences caused by the existence and timing of certain expense items that would not otherwise be apparent on a GAAP basis. These non-GAAP measures have limitations as an analytical tool and should not be considered in isolation or as a substitute for the Company's GAAP measures. The principal limitations of these measures are that they do not reflect the Company's actual expenses and may thus have the effect of inflating its financial measures on a GAAP basis.

Q2 NON-GAAP ADJUSTED EBITDAS RECONCILIATION

AMERICAN OUTDOOR BRANDS, INC. AND SUBSIDIARIES RECONCILIATION OF GAAP NET INCOME/(LOSS) TO NON-GAAP ADJUSTED EBITDAS (In thousands)

(Unaudited)

	For the Three Months Ended October 31,			 For the Six Months	s Ended October 31,		
		2022		2021	2022		2021
GAAP net income/(loss)	\$	370	\$	4,583	\$ (5,325)	\$	8,040
Interest expense		242		53	428		99
Income tax (benefit)/expense		(161)		1,284	28		2,133
Depreciation and amortization		4,110		4,207	8,272		8,386
Stock compensation		1,121		664	1,835		1,416
Technology implementation		273		887	1,042		1,159
Acquisition costs		_		_	47		-
Facility consolidation costs		292		-	292		-
Stockholder cooperation agreement costs		167		_	1,177		_
Other		-		18	 -		18
Non-GAAP Adjusted EBITDAS	\$	6,414	\$	11,696	\$ 7,796	\$	21,251
Adjusted EBITDAS Margin		11.8%		16.5%	7.9%		16.2%

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Q2 - GAAP INCOME STATEMENT

AMERICAN OUTDOOR BRANDS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF OPERATIONS (In thousands, except per share data) (Unaudited)

	For the Three Months Ended October 31,			Fo	For the Six Months Ended October 31,				
		2022		2021		2022	2021		
Net sales	\$	54,436	\$	70,760	\$	98,112	\$	131,528	
Cost of sales		28,474		37,723		53,111		69,508	
Gross profit		25,962		33,037		45,001		62,020	
Operating expenses:									
Research and development		1,557		1,457		3,313		2,977	
Selling, marketing, and distribution		13,924		15,664		25,704		28,864	
General and administrative		10,615		10,615		21,679		20,654	
Total operating expenses		26,096		27,736		50,696		52,495	
Operating (loss)/income		(134)		5,301		(5,695)		9,525	
Other income, net:									
Other income, net		585		619		826		747	
Interest expense, net		(242)		(53)	÷	(428)		(99	
Total other income, net		343		566		398		648	
Income/(loss) from operations before income taxes		209		5,867		(5,297)		10,173	
Income tax (benefit)/expense		(161)		1,284		28		2,133	
Net income/(loss)	\$	370	\$	4,583	\$	(5,325)	\$	8,040	
Net income/(loss) per share:									
Basic	\$	0.03	\$	0.32	\$	(0.40)	\$	0.57	
Diluted	\$	0.03	\$	0.32	\$	(0.40)	\$	0.56	
Weighted average number of common shares outstanding:									
Basic		13,465		14,135		13,454		14,109	
Diluted		13,589		14,348		13,454		14,369	

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Q2 NON-GAAP INCOME STATEMENT

AMERICAN OUTDOOR BRANDS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF OPERATIONS - Non GAAP (In thousands, except per share data)

	Fort	he Three Month	s Ended O	ctober 31,	For the Six Months Ended October 31,				
		2022		2021	2022		2021		
		(Unaud	dited)						
Net sales	\$	54,436	\$	70,760	\$	98,112	\$	131,528	
Cost of sales		28,316		37,723		52,953		69,508	
Gross profit		26,120		33,037		45,159		62,020	
Operating expenses:									
Research and development		1,557		1,457		3,313		2,977	
Selling, marketing, and distribution		13,924		15,664		25,704		28,864	
General and administrative		5,846		5,618		11,294		11,205	
Total operating expenses		21,327		22,739		40,311		43,046	
Operating income		4,793		10,298		4,848		18,974	
Other income, net:									
Other income, net		585		619		826		747	
Interest expense, net		(242)		(53)		(428)		(99)	
Total other income, net		343		566		398		648	
Income from operations before income taxes		5,136		10,864		5,246		19,622	
Income tax expense		1,181		2,533		1,207		4,495	
Net income	\$	3,955	\$	8,331	\$	4,039	\$	15,127	
Net income per share:									
Basic	\$	0.29	\$	0.59	\$	0.30	\$	1.07	
Diluted	\$	0.29	\$	0.58	\$	0.30	\$	1.05	
Weighted average number of common shares outstanding:									
Basic		13,465		14,135		13,454		14,109	
Diluted		13,589		14,348		13,642		14,369	

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