

WMS INDUSTRIES INC /DE/
Form 4
August 25, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
MCJOHN KATHLEEN

2. Issuer Name and Ticker or Trading Symbol
WMS INDUSTRIES INC /DE/
[WMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
800 S. NORTHPOINT BLVD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/24/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, General Counsel & Secy

WAUKEGAN, IL 60085

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/24/2009		M	25,900	A \$ 7.33	34,126 ⁽¹⁾	D
Common Stock	08/24/2009		S	25,900	D \$ 43.33	8,226 ⁽¹⁾	D
					⁽²⁾		

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option	\$ 7.33	08/24/2009		M	25,900	⁽³⁾ 02/13/2013	Common Stock	25,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCJOHN KATHLEEN 800 S. NORTHPOINT BLVD WAUKEGAN, IL 60085			VP, General Counsel & Secy	

Signatures

/s/ Kathleen
McJohn 08/25/2009

**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).

(1) Includes 7,614 shares of restricted stock, restrictions on which will lapse on (a) 1,172 shares on each of 9/18/09, 9/18/10, 9/18/11 and 9/18/12; and (b) 975 shares on each of 9/19/2009 and 9/19/2010 and 976 shares on 9/19/2011.

(2) The details of these trades were as follows: 700 at \$43.20; 400 at \$43.21; 500 at \$43.22; 2,000 at \$43.23; 900 at \$43.24; 1,200 at \$43.25; 1,804 at \$43.26; 1,000 at \$43.27; 1,077 at \$43.28; 1,500 at \$43.29; 1,923 at \$43.30; 806 at \$43.31; 500 at \$43.32; 600 at \$43.33; 200 at \$43.34; 1,400 at \$43.35; 1,600 at \$43.36; 390 at \$43.37; 200 at \$43.38; 600 at \$43.39; 500 at \$43.40; 300 at \$43.41; 100 at \$43.42; 1,400 at \$43.43; 1,100 at \$43.44; 400 at \$43.45; 700 at \$43.46; 1,000 at \$43.48 and 1,100 at \$43.50.

(3) 4 Year Vesting: 25% on 2/13/2004, 2/13/2005, 2/13/2006 and 2/13/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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