

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 08/24/2009                           |  | M                              | 25,900 A \$ 7.33  | 34,126 <sup>(1)</sup>   | D  |                                   |
| Common Stock                    | 08/24/2009                           |  | S                              | 25,900 D \$ 43.33   | 8,226 <sup>(1)</sup>  | D  |                                   |
|                                 |                                      |  |                                |   | <sup>(2)</sup>  |  |                                   |

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

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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  | <sup>(3)</sup> 02/13/2013                                | Common Stock  | 25,900                        |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                            |       |
|---|---------------|-----------|----------------------------|-------|
|   | Director      | 10% Owner | Officer                    | Other |
| MCJOHN KATHLEEN<br>800 S. NORTHPOINT BLVD<br>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.  
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. 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.