

COWELL PAT
Form 4
March 30, 2005

FORM 4

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

OMB APPROVAL

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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 *
COWELL PAT

(Last) (First) (Middle)

3250 VAN NESS AVENUE

(Street)

SAN FRANCISCO, CA 94109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

WILLIAMS SONOMA INC [WSM]

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

03/28/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

PRESIDENT WS BRAND

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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	03/28/2005		M	18,000	A \$ 23.65	18,000	D
Common Stock	03/28/2005		S	18,000	D \$ 36.25	0	D
Common Stock	03/28/2005		M	1,000	A \$ 23.65	1,000	D
Common Stock	03/28/2005		S	1,000	D \$ 36.26	0	D
Common Stock	03/28/2005		M	500	A \$ 23.65	500	D

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Common Stock	03/28/2005	S	500	D	\$ 36.27	0	D	
Common Stock	03/28/2005	M	500	A	\$ 23.65	500	D	
Common Stock	03/28/2005	S	500	D	\$ 36.28	0	D	
Common Stock	03/28/2005	M	20,100	A	\$ 23.65	20,100	D	
Common Stock	03/28/2005	S	20,100	D	\$ 36.5	0	D	
Common Stock	03/28/2005	M	1,900	A	\$ 23.65	1,900	D	
Common Stock	03/28/2005	S	1,900	D	\$ 36.51	0	D	
Common Stock	03/28/2005	M	200	A	\$ 23.65	200	D	
Common Stock	03/28/2005	S	200	D	\$ 36.52	0	D	
Common Stock	03/28/2005	M	2,700	A	\$ 23.65	2,700	D	
Common Stock	03/28/2005	S	2,700	D	\$ 36.53	0	D	
Common Stock	03/28/2005	M	100	A	\$ 23.65	100	D	
Common Stock	03/28/2005	S	100	D	\$ 36.54	0	D	
Common Stock	03/28/2005	M	700	A	\$ 23.65	700	D	
Common Stock	03/28/2005	S	700	D	\$ 36.56	0	D	
Common Stock	03/28/2005	M	4,300	A	\$ 23.65	4,300	D	
Common Stock	03/28/2005	S	4,300	D	\$ 36.57	0	D	
Common Stock	03/28/2005	J	176	A	\$ 36.23	1,981	I	by Managed Account

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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	18,000	03/04/2003	03/04/2012	Common Stock	18,000
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	1,000	03/04/2003	03/04/2012	Common Stock	1,000
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	500	03/04/2003	03/04/2012	Common Stock	500
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	500	03/04/2003	03/04/2012	Common Stock	500
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	20,100	03/04/2003	03/04/2012	Common Stock	20,100
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	1,900	03/04/2003	03/04/2012	Common Stock	1,900
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	200	03/04/2003	03/04/2012	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	2,700	03/04/2003	03/04/2012	Common Stock	2,700
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	100	03/04/2003	03/04/2012	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 23.65	03/28/2005		M	700	03/04/2003	03/04/2012	Common Stock	700

Non-Qualified Stock Option (right to buy) \$ 23.65 03/28/2005 M 4,300 03/04/2003 03/04/2012 Common Stock 4,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COWELL PAT 3250 VAN NESS AVENUE SAN FRANCISCO, CA 94109			PRESIDENT WS BRAND	

Signatures

By: Paul Cogan, Attorney-in-Fact For: Patrick
Cowell 03/30/2005

**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).

Remarks:

The reporting person owns \$71,778.18 in the Williams-Sonoma, Inc. stock fund under the Williams-Sonoma, Inc. Associate S

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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