

WILLIAMS SONOMA INC
Form 4
June 08, 2005

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 *
MCCOLLAM SHARON

(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)
06/07/2005

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)
EVP Chief Financial Officer

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/07/2005		M		100	A	\$ 9.4688
Common Stock	06/07/2005		S		100	D	\$ 39.81
Common Stock	06/07/2005		M		900	A	\$ 9.4688
Common Stock	06/07/2005		S		900	D	\$ 39.82
Common Stock	06/07/2005		M		700	A	\$ 9.4688
							500
							400
							1,300
							400
							1,100

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Common Stock	06/07/2005	S	700	D	\$ 39.83	400	D	
Common Stock	06/07/2005	M	2,400	A	\$ 9.4688	2,800	D	
Common Stock	06/07/2005	S	2,400	D	\$ 39.84	400	D	
Common Stock	06/07/2005	M	7,900	A	\$ 9.4688	8,300	D	
Common Stock	06/07/2005	S	7,900	D	\$ 39.85	400	D	
Common Stock	06/07/2005	M	2,300	A	\$ 9.4688	2,700	D	
Common Stock	06/07/2005	S	2,300	D	\$ 39.86	400	D	
Common Stock	06/07/2005	M	3,600	A	\$ 9.4688	4,000	D	
Common Stock	06/07/2005	S	3,600	D	\$ 39.87	400	D	
Common Stock	06/07/2005	M	1,600	A	\$ 9.4688	2,000	D	
Common Stock	06/07/2005	S	1,600	D	\$ 39.88	400	D	
Common Stock	06/07/2005	M	16,300	A	\$ 9.4688	16,700	D	
Common Stock	06/07/2005	S	16,300	D	\$ 39.89	400	D	
Common Stock	06/07/2005	M	200	A	\$ 9.4688	600	D	
Common Stock	06/07/2005	S	200	D	\$ 39.8	400	D	
Common Stock						3,007	I	by Managed Account

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

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(9-02)

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

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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)	\$ 9.4688	06/07/2005		M		100		03/06/2001	03/06/2010	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		900		03/06/2001	03/06/2010	Common Stock	9
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		700		03/06/2001	03/06/2010	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		2,400		03/06/2001	03/06/2010	Common Stock	2,400
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		7,900		03/06/2001	03/06/2010	Common Stock	7,900
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		2,300		03/06/2001	03/06/2010	Common Stock	2,300
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		3,600		03/06/2001	03/06/2010	Common Stock	3,600
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		1,600		03/06/2001	03/06/2010	Common Stock	1,600
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		16,300		03/06/2001	03/06/2010	Common Stock	16,300
Non-Qualified Stock Option (right to buy)	\$ 9.4688	06/07/2005		M		200		03/06/2001	03/06/2010	Common Stock	200

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

MCCOLLAM SHARON
3250 VAN NESS AVENUE
SAN FRANCISCO, CA 94109

EVP Chief Financial Officer

Signatures

By: Nancy Hoem, Attorney-in-Fact For: Sharon L.
McCollam

06/08/2005

__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 \$119,369.07 in the Williams-Sonoma, Inc. stock fund under the Williams-Sonoma, Inc. Associate

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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