

WILLIAMS SONOMA INC
Form 4
March 31, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
ALBER LAURA

(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)
03/29/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

PRESIDENT PB BRANDS

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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 or Price			
Common Stock	03/29/2006		M		6,000 A \$ 16.25	8,000	D	
Common Stock	03/29/2006		S		6,000 D \$ 42.5	2,000	D	
Common Stock	03/29/2006		M		13,400 A \$ 9.4688	15,400	D	
Common Stock	03/29/2006		S		13,400 D \$ 42.5	2,000	D	
Common Stock	03/29/2006		M		2,200 A \$ 9.4688	4,200	D	

Edgar Filing: WILLIAMS SONOMA INC - Form 4

Common Stock	03/29/2006		S	2,200	D	\$ 42.54	2,000	D	
Common Stock	03/29/2006		M	5,400	A	\$ 8.9375	7,400	D	
Common Stock	03/29/2006		S	5,400	D	\$ 42.54	2,000	D	
Common Stock	03/29/2006		M	11,900	A	\$ 8.9375	13,900	D	
Common Stock	03/29/2006		S	11,900	D	\$ 42.55	2,000	D	
Common Stock	03/29/2006		M	12,700	A	\$ 8.9375	14,700	D	
Common Stock	03/29/2006		S	12,700	D	\$ 42.56	2,000	D	
Common Stock	03/29/2006		M	16,500	A	\$ 13.85	18,500	D	
Common Stock	03/29/2006		S	16,500	D	\$ 42.56	2,000	D	
Common Stock	03/29/2006		M	6,600	A	\$ 13.85	8,600	D	
Common Stock	03/29/2006		S	6,600	D	\$ 42.57	2,000	D	
Common Stock	03/29/2006		M	300	A	\$ 13.85	2,300	D	
Common Stock	03/29/2006		S	300	D	\$ 42.67	2,000	D	
Common Stock	03/29/2006		J	160	A	\$ 42.5	6,301	I	by Managed Account <u>(1)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
--	---	--------------------------------------	--	--------------------------------	--	--	---

Edgar Filing: WILLIAMS SONOMA INC - Form 4

Security			Code	V	(D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Am or Nu of S
					(A)	(D)				
Non-Qualified Stock Option (right to buy)	\$ 8.9375	03/29/2006	M			5,400	11/29/2001	11/29/2010	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 8.9375	03/29/2006	M			11,900	11/29/2001	11/29/2010	Common Stock	11
Non-Qualified Stock Option (right to buy)	\$ 8.9375	03/29/2006	M			12,700	11/29/2001	11/29/2010	Common Stock	12
Non-Qualified Stock Option (right to buy)	\$ 9.4688	03/29/2006	M			13,400	03/07/2001	03/07/2010	Common Stock	13
Non-Qualified Stock Option (right to buy)	\$ 9.4688	03/29/2006	M			2,200	03/07/2001	03/07/2010	Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 13.85	03/29/2006	M			16,500	03/19/2002	03/19/2011	Common Stock	16
Non-Qualified Stock Option (right to buy)	\$ 13.85	03/29/2006	M			6,600	03/19/2002	03/19/2011	Common Stock	6,
Non-Qualified Stock Option (right to buy)	\$ 13.85	03/29/2006	M			300	03/19/2002	03/19/2011	Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 16.25	03/29/2006	M			6,000	07/06/2000	07/06/2009	Common Stock	6,

Reporting Owners

Reporting Owner Name / Address

ALBER LAURA
3250 VAN NESS AVENUE
SAN FRANCISCO, CA 94109

Relationships

Director 10% Owner Officer Other

PRESIDENT PB BRANDS

Signatures

By: Nicolas de Porcel, Attorney-in-Fact For: Laura J.
Alber

03/31/2006

__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).

- The reporting person owns \$267,808 in the Williams-Sonoma, Inc. stock fund under the Williams-Sonoma, Inc. Associate Stock Incentive Plan (ASIP), a 401(k) plan, based on a statement dated March 29, 2006. The number of shares indirectly owned and noted on
- (1) Table I was calculated by dividing the amount owned in the Williams-Sonoma, Inc. stock fund by \$42.50, the closing price of Williams-Sonoma, Inc. common stock on March 29, 2006.

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.