VARESCHI WILLIAM J JR

Form 4

September 20, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

Common

Stock

09/16/2010

(Print or Type Responses)

1. Name and Ad VARESCHI	Symbol WMS I	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) (M	Giddle) 3. Date of	f Earliest Tr	ansaction	_X_ Director		6 Owner	
800 S. NORTHPOINT BLVD			(Month/Day/Year) 09/16/2010		Officer (give below)	ve title Oth below)	er (specify	
	4. If Amo	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
	Filed(Mo	Filed(Month/Day/Year)			Applicable Line)			
WAUKEGA	N, IL 60085					y One Reporting Porting Portion of the More than One Ro		
(City)	(State)	Zip) Tab	le I - Non-D	erivative Securities A	equired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transacti	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				(A) or	Transaction(s)			
			Code V	Amount (D) Price	(Instr. 3 and 4)			

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

 $37,452 \stackrel{(2)}{=}$

D

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

Code V Amount (D) Price

\$0

1,923

(1)

A

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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. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Dat	. Date Exercisable and xpiration Date Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock	\$ 39.01	09/16/2010		A	5,003	09/16/2012	09/16/2017	Common Stock	5,003	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
VARESCHI WILLIAM J JR 800 S. NORTHPOINT BLVD WAUKEGAN, IL 60085	X					

Signatures

/s/ William J.
Vareschi Jr.

**Signature of Reporting 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) Restricted Stock Unit Grant: Restrictions will lapse on 9/16/2012.
- (2) Includes 16,077 shares that remain restricted or deferred as of September 20, 2010.

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.

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