

STANGL SANDRA
Form 3
June 03, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â STANGL SANDRA</p> <p>(Last) (First) (Middle)</p> <p>3250 VAN NESS AVE.</p> <p>(Street)</p> <p>SAN FRANCISCO,Â CAÂ 94109</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/25/2011</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>WILLIAMS SONOMA INC [WSM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> <p>PRESIDENT POTTERY BARN BRAND</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 5,156 | D | Â |
| Common Stock | 4,476 | I | by Managed Account |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Non-Qualified Stock Option (right to buy) | Â <u>(1)</u> | 04/01/2013 | Common Stock | 7,200 | \$ 21.8 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â <u>(1)</u> | 04/03/2012 | Common Stock | 8,000 | \$ 22.47 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â <u>(1)</u> | 09/29/2013 | Common Stock | 10,000 | \$ 27 | D | Â |
| Restricted Stock Units | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 58,747 | \$ <u>(3)</u> | D | Â |
| Stock Appreciation Rights | Â <u>(4)</u> | 12/19/2018 | Common Stock | 25,000 | \$ 8.01 | D | Â |
| Stock Appreciation Rights | Â <u>(5)</u> | 11/07/2018 | Common Stock | 50,000 | \$ 8.56 | D | Â |
| Stock Appreciation Rights | Â <u>(6)</u> | 04/05/2018 | Common Stock | 50,780 | \$ 40.87 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|--|---------------|-----------|---------|------------------------------|-------|
| | Director | 10% Owner | Officer | | |
| STANGL SANDRA 3250 VAN NESS AVE. SAN FRANCISCO, CA 94109 | Â | Â | Â | PRESIDENT POTTERY BARN BRAND | Â |

Signatures

By: Attorney-in-Fact: Laurel Pies For: Sandra N Stangl
Date: 06/01/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These stock options are fully vested.
- (2) These restricted stock units vest as follows: 4,914 units vest on 4/10/2012; 10,558 units vest on 5/2/2012; 9,137 units vest on 4/5/2013; 25,000 units vest on 3/25/2014; and 9,138 units vest on 4/5/2015.
- (3) Each restricted stock unit represents a contingent right to receive one share of WSM common stock.
- (4) These stock appreciation rights will vest in two equal parts on 12/19/2011 and 12/19/2012.
- (5) These stock appreciation rights will vest in two equal parts on 11/7/2011 and 11/7/2012.
- (6) These stock appreciation rights will vest in four equal parts on 4/5/2012, 4/5/2013, 4/5/2014, and 4/5/2015.

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.