

WMS INDUSTRIES INC /DE/
Form 4
October 14, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
REDSTONE SUMNER M

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) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/13/2005

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Ownership (Instr. 4)
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			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/13/2005		J ⁽¹⁾⁽²⁾⁽³⁾		100,000	D	\$ 25.25	300,000	D	
Common Stock								3,483,900	I	By National Amusements, Inc.
Common Stock								7,900	I	By Spouse ⁽⁶⁾

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

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SEC 1474 (9-02)

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Person may elect cash settlement for any tranche. The Reporting Person received a prepayment from Buyer in the amount of \$19,974,000 within 3 business days of the Trade Date, which proceeds the

- Reporting Person used for investment purposes. Pursuant to the foregoing arrangements, the Reporting Person will deliver to the Buyer 100,000 shares of Common Stock and to make a cash payment of \$804,000 within 3 business days of October 13,2005, in connection with the settlement of the fifth tranche of the Forward Transaction. As a result of the above transation, codes S and K also apply to the transaction reported herein
- (3) Reporting Person used for investment purposes. Pursuant to the foregoing arrangements, the Reporting Person will deliver to the Buyer 100,000 shares of Common Stock and to make a cash payment of \$804,000 within 3 business days of October 13,2005, in connection with the settlement of the fifth tranche of the Forward Transaction. As a result of the above transation, codes S and K also apply to the transaction reported herein
 - (4) Transaction Code K also applies to this transaction reported herein.
 - (5) The Transaction will be settled in six equal tranches of 100,000 shares of Common Stock three business days after each of the following: September 8, 2005, September 15, 2005, September 22, 2005, October 6, 2005, October 13, 2005 and October 20, 2005.
 - (6) Reporting Person(RP) disclaims beneficial Ownership of 7,900 shares owned by his wife at time of marriage. This report shall not be deemed an admission that RP is beneficial owner of such securities for purposes of Section 16 or for any other reasons

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.