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WMS INDUSTRIES INC /DE/  
Form SC 13D/A  
May 15, 2007

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

-----  
SCHEDULE 13D  
(Amendment No. 53)

Under the Securities Exchange Act of 1934

WMS INDUSTRIES INC.  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

969-901-107  
(CUSIP Number)

Sumner M. Redstone  
200 Elm Street  
Dedham, Massachusetts 02026  
Telephone: (781) 461-1600

-----  
(Name, Address and Telephone Number of  
Person Authorized to Receive Notices and  
Communications)

May 8, 2007  
(Date of Event which Requires Filing of this Statement)

-----  
If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box .

Check the following box if a fee is being paid with this Statement .

- (1) Name of Reporting Person  
S.S. or I.R.S. Identification No. of Above Person

Sumner M. Redstone  
-----  
-----

- (2) Check the Appropriate Box if a Member of a Group (See Instructions)

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|\_ | (a) -----  
-----  
|\_ | (b) -----  
-----  
(3) SEC Use Only -----  
-----  
(4) Source of Funds (See Instructions) -----  
-----  
(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item  
2(d) or 2(e).  
|\_ | -----  
(6) Citizenship or Place of Organization United States -----  
-----  
-----  
Number of Shares (7) Sole Voting Power 0\*  
Beneficially -----  
Owned by Each (8) Shared Voting Power 0\*  
Reporting (9) Sole Dispositive Power 0\*\*\*  
Person With -----  
(10) Shared Dispositive Power 3,091,840\*\*  
-----  
-----  
(11) Aggregate Amount Beneficially Owned by Each Reporting Person 3,091,840\*\*  
-----  
(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See  
Instructions)  
|X| -----  
-----  
(13) Percent of Class Represented by Amount in Row (11) 9.46 percent -----  
-----  
(14) Type of Reporting Person (See Instructions) IN -----  
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\* Voting power subject to Voting Proxy Agreement described in Item 6 of Amendment No. 19 to this Statement.

\*\* Includes shares owned by National Amusements, Inc. and shares owned by the Sumner M. Redstone Charitable Foundation.

\*\*\* Does not include 7,900 shares owned by Mr. Sumner Redstone's wife, Mrs. Paula Redstone, over which she has sole dispositive and voting power.

(1) Name of Reporting Person  
 S.S. or I.R.S. Identification No. of Above Person  
  
 Sumner M. Redstone Charitable Foundation (u/t/d August 26, 1986)  
 -----  
 I.R.S. No. 22-2761621  
 -----

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a) -----  
 -----

(b) -----  
 -----  
 -----

(3) SEC Use Only -----  
 -----

(4) Source of Funds (See Instructions) N/A -----  
 -----

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e).

(6) Citizenship or Place of Organization United States -----  
 -----

-----	Number of Shares	(7)	Sole Voting Power	0*
	Beneficially			-----
	Owned by Each	(8)	Shared Voting Power	0*
	Reporting	(9)	Sole Dispositive Power	0
	Person With	(10)	Shared Dispositive Power	0

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(11) Aggregate Amount Beneficially Owned by Each Reporting Person 0  
-----

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

|

(13) Percent of Class Represented by Amount in Row (11) 0 percent  
-----

(14) Type of Reporting Person (See Instructions) 00  
-----

\* Voting power subject to Voting Proxy Agreement described in Item 6 of Amendment No. 19 to this Statement.

(1) Name of Reporting Person

S.S. or I.R.S. Identification No. of Above Person

NATIONAL AMUSEMENTS, INC.  
-----

I.R.S. No. 04-2261332  
-----

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

| (a) -----

(b) -----

(3) SEC Use Only -----  
-----

(4) Source of Funds (See Instructions) N/A  
-----  
-----

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e).

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|\_ | \_\_\_\_\_  
(6) Citizenship or Place of Organization Maryland  
\_\_\_\_\_

-----  
Number of Shares (7) Sole Voting Power 0\*  
Beneficially (8) Shared Voting Power 0\*  
Owned by Each  
Reporting (9) Sole Dispositive Power 0  
Person With (10) Shared Dispositive Power 3,091,840  
-----

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 3,091,840  
-----

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

|\_ | \_\_\_\_\_  
(13) Percent of Class Represented by Amount in Row (11) 9.46%  
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(14) Type of Reporting Person (See Instructions) CO  
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\* Voting power subject to Voting Proxy Agreement, described in Item 6 of Amendment No. 19 to this Statement.

Item 1. Security and Issuer.

This Amendment No. 53 amends the Statement on Schedule 13D previously filed with the SEC by Mr. Sumner M. Redstone and National Amusements, Inc. ("NAI") with respect to the voting common stock, \$.50 par value per share (the "Common Shares"), of WMS Industries Inc. (the "Issuer") as follows:

Item 5. Interest in Securities of the Issuer.

- (a) NAI is currently the beneficial owner, with shared dispositive and no voting power, of 3,091,840 Common Shares, or approximately 9.46%, of the issued and outstanding Common Shares of the Issuer (based on the number of Common Shares that were reported to be issued and outstanding as of December 31,

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2006).

- (b) As a result of his stock ownership in NAI, Mr. Sumner M. Redstone is deemed the beneficial owner with no voting power of 3,091,840 Common Shares of the issued and outstanding Common Shares of the Issuer (based on the number of Common Shares that were reported to be issued and outstanding as of December 31, 2006)

The lack of voting power described in paragraphs (a) and (b) of this Item 5 is pursuant to the Voting Proxy Agreement, described in Item 6 of Amendment No. 19 of this Statement.

- (c) Transactions effected since the filing of Amendment No.52 to this Statement on Schedule 13D with the SEC on December 7, 2005. (The transactions were executed by Bear Stearns, New York, N.Y.):

The following sales were made by the Sumner M. Redstone Charitable Foundation u/t/d August 26, 1986.)

DATE	NO. SHARES	PRICE
05/04/07	2,700	42.53
05/04/07	1,100	42.54
05/04/07	1,400	42.56
05/04/07	600	42.60
05/04/07	200	42.61
05/04/07	3,900	42.62
05/04/07	100	42.65
05/04/07	100	42.66
05/04/07	500	42.67
05/04/07	300	42.69
05/04/07	100	42.70
05/04/07	1,000	42.71
05/04/07	900	42.73
05/04/07	100	42.74
05/04/07	3,600	42.75
05/04/07	4,700	42.76
05/04/07	100	42.77
05/04/07	200	42.78
05/04/07	800	42.79
05/04/07	400	42.80
05/04/07	2,000	42.82
05/04/07	600	42.83
05/04/07	2,800	42.84
05/04/07	1,500	42.85
05/04/07	5,095	42.86
05/04/07	1,900	42.87
05/04/07	1,700	42.88
05/04/07	16,100	42.89
05/04/07	6,800	42.90
05/04/07	4,600	42.91
05/04/07	2,000	42.92
05/04/07	1,900	42.93
05/04/07	3,000	42.94
05/04/07	6,000	42.95
05/04/07	700	42.96
05/04/07	1,600	42.97
05/04/07	4,800	42.98
05/04/07	2,700	42.99
05/04/07	19,200	43.00
05/04/07	905	43.01

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05/04/07	1,000	43.02
05/04/07	2,400	43.03
05/04/07	100	43.05
05/04/07	100	43.06
05/04/07	100	43.07
05/04/07	3,000	43.08
05/04/07	300	43.13
05/04/07	4,000	43.14
05/04/07	1,500	43.15
05/04/07	1,300	43.23
05/04/07	2,000	43.24
05/04/07	1,000	43.27
05/04/07	200	43.28
05/04/07	500	43.29
05/04/07	300	43.32
05/04/07	2,900	43.33
05/04/07	200	43.34
05/04/07	2,000	43.35
05/04/07	2,250	43.36
05/04/07	1,100	43.37
05/04/07	1,000	43.38
05/04/07	500	43.39
05/04/07	2,800	43.40
05/04/07	3,150	43.41
05/04/07	1,600	43.42
05/04/07	1,500	43.43
05/04/07	1,700	43.44
05/04/07	900	43.46
05/04/07	100	43.48
05/04/07	200	43.49
05/04/07	100	43.52
05/04/07	100	43.54
05/04/07	1,400	43.55
05/07/07	200	41.84
05/07/07	700	41.85
05/07/07	800	41.86
05/07/07	1,600	41.87
05/07/07	900	41.88
05/07/07	600	41.89
05/07/07	900	41.90
05/07/07	1,400	41.91
05/07/07	1,100	41.93
05/07/07	2,400	41.94
05/07/07	5,900	41.95
05/07/07	4,500	41.96
05/07/07	9,600	41.97
05/07/07	9,700	41.98
05/07/07	6,900	41.99
05/07/07	29,400	42.00
05/07/07	13,200	42.01
05/07/07	6,800	42.02
05/07/07	8,000	42.03
05/07/07	5,700	42.04
05/07/07	4,100	42.05
05/07/07	4,000	42.06
05/07/07	100	42.07
05/07/07	4,900	42.08
05/07/07	1,500	42.09
05/07/07	1,500	42.10
05/07/07	600	42.11
05/07/07	900	42.12
05/07/07	1,700	42.13

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05/07/07	1,700	42.14
05/07/07	1,600	42.15
05/07/07	2,100	42.16
05/07/07	500	42.17
05/07/07	2,100	42.20
05/07/07	800	42.21
05/07/07	600	42.22
05/07/07	200	42.23
05/07/07	200	42.27
05/07/07	400	42.28
05/07/07	200	42.31
05/07/07	900	42.32
05/07/07	500	42.33
05/07/07	500	42.34
05/07/07	1,300	42.35
05/07/07	1,500	42.36
05/07/07	900	42.37
05/07/07	1,300	42.38
05/07/07	3,200	42.39
05/07/07	1,000	42.40
05/07/07	100	42.41
05/07/07	1,000	42.44
05/07/07	1,300	42.45
05/07/07	1,000	42.46
05/07/07	100	42.47
05/07/07	1,100	42.51
05/07/07	400	42.52
05/07/07	900	42.57
05/07/07	700	42.58
05/07/07	600	42.59
05/07/07	500	42.60
05/07/07	400	42.64
05/07/07	600	42.65
05/07/07	400	42.70
05/07/07	300	42.74
05/07/07	100	42.75
05/07/07	1,000	42.79
05/07/07	1,300	42.80
05/07/07	900	42.82
05/07/07	2,100	42.83
05/07/07	400	42.84
05/07/07	900	42.85
05/07/07	400	42.87
05/07/07	400	42.88
05/07/07	600	42.89
05/07/07	1,100	42.93
05/07/07	300	42.94
05/08/07	500	42.54
05/08/07	300	42.55
05/08/07	100	42.56
05/08/07	200	42.58
05/08/07	500	42.59
05/08/07	200	42.61
05/08/07	300	42.62
05/08/07	100	42.64
05/08/07	600	42.65
05/08/07	700	42.66
05/08/07	100	42.67
05/08/07	1,100	42.68
05/08/07	500	42.69
05/08/07	600	42.70
05/08/07	400	42.71

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05/08/07	400	42.72
05/08/07	100	42.76
05/08/07	200	42.78
05/08/07	100	42.80
05/08/07	100	42.81
05/08/07	200	42.83
05/08/07	100	42.84
05/08/07	200	42.85
05/08/07	100	42.86
05/08/07	3,100	42.87
05/08/07	1,600	42.88
05/08/07	2,200	42.89
05/08/07	6,400	42.90
05/08/07	2,700	42.91
05/08/07	2,100	42.92
05/08/07	1,100	42.93
05/08/07	1,200	42.94
05/08/07	4,300	42.95
05/08/07	1,700	42.96
05/08/07	800	42.97
05/08/07	2,500	42.98
05/08/07	1,200	42.99
05/08/07	2,700	43.00
05/08/07	1,000	43.01
05/08/07	300	43.02
05/08/07	100	43.03
05/08/07	300	43.04
05/08/07	1,900	43.05
05/08/07	1,000	43.06
05/08/07	500	43.07
05/08/07	700	43.08
05/08/07	900	43.09
05/08/07	1,000	43.10
05/08/07	1,200	43.11
05/08/07	2,000	43.12
05/08/07	2,860	43.13
05/08/07	1,900	43.14
05/08/07	700	43.15
05/08/07	500	43.16
05/08/07	1,100	43.17
05/08/07	300	43.18
05/08/07	200	43.19
05/08/07	100	43.21
05/08/07	800	43.22
05/08/07	200	43.23
05/08/07	700	43.24
05/08/07	700	43.25
05/08/07	300	43.26
05/08/07	100	43.27
05/08/07	200	43.28
05/08/07	200	43.31
05/08/07	200	43.36
05/08/07	100	43.39
05/08/07	3,800	43.40
05/08/07	1,000	43.41
05/08/07	200	43.42
05/08/07	1,100	43.45
05/08/07	1,300	43.47
05/08/07	200	43.48
05/08/07	800	43.49
05/08/07	300	43.54

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Item 7. Material to Be Filed as Exhibits.

Exhibit 1

A joint filing agreement among Mr. Sumner M. Redstone, National Amusements, Inc. and the Sumner M. Redstone Foundation is attached hereto as Exhibit 1.

Signatures  
-----

After reasonably inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct. Pursuant to Rule 13d-1(k)(1), each of the undersigned agrees that this statement is filed on behalf of each of us.

May 15, 2007

/s/ Sumner M. Redstone  
-----

Sumner M. Redstone,  
Individually

National Amusements, Inc.

By: /s/ Sumner M. Redstone  
-----

Name: Sumner M. Redstone,  
Title: Chairman and Chief  
Executive Officer

Sumner M. Redstone Charitable Foundation

By /s/ Sumner M. Redstone  
-----

Name: Sumner M.Redstone  
Title: Trustee

EXHIBIT 1  
-----

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13D, dated November 21, 1985 (the "Schedule 13D"), with respect to the common stock, \$.50 par value per share (the "Common Shares"), of WMS Industries Inc. (the "Issuer") is, and any amendments executed by us shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d- 1(k) under the Securities Exchange Act of 1934, as amended, and that this Agreement shall be included as an exhibit to the Schedule 13D and each such amendment. Each of the undersigned agrees to be responsible for the timely filing of the Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning itself contained therein. This agreement may be executed in any

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number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executes this Agreement as of the 6th day of April, 2007.

NATIONAL AMUSEMENTS, INC.

By: /s/ Sumner M. Redstone  
-----

Name: Sumner M. Redstone  
Title: Chairman and  
Chief Executive Officer

By: /s/ Sumner M. Redstone  
-----

Sumner M. Redstone  
Individually

SUMNER M. REDSTONE CHARITABLE FOUNDATION

By: /s/ Sumner M. Redstone  
-----

Name: Sumner M.Redstone  
Title: Trustee