

WMS INDUSTRIES INC /DE/  
Form 4  
September 20, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 \*  
SCHWEINFURTH SCOTT D

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)  
800 S. NORTHPOINT BLVD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/16/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, CFO & Treasurer

WAUKEGAN, IL 60085

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 09/16/2010                           |  | A                              | 6,990 (1) A \$ 0  | 54,632 (2)  | D  |   |
| Common Stock                    | 09/17/2010                           |  | M                              | 62,500 (3) A \$ 11.54   | 117,132 (2)   | D  |   |
| Common Stock                    | 09/17/2010                           |  | S                              | 62,500 D \$ 39.1 (4)  | 54,632 (2)  | D  |   |
| Common Stock                    | 09/17/2010                           |  | F                              | 584 (5) D \$ 39.01  | 54,048 (2)  | D  |   |
| Common Stock                    | 09/18/2010                           |  | F                              | 851 (5) D \$ 39.13  | 53,197 (2)  | D  |   |

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Common Stock 09/19/2010 F 735 <sup>(5)</sup> D \$ 39.13 52,462 <sup>(2)</sup> D

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

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**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 Security | 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 (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option                               | \$ 39.01   | 09/16/2010                           |  | A                              | 18,192  | <sup>(6)</sup> 09/16/2017                                | Common Stock  | 18,192                     |
| Stock Option                               | \$ 11.54   | 09/17/2010                           |  | M                              | 62,500  | 11/15/2001 11/15/2010                                    | Common Stock  | 62,500                     |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| SCHWEINFURTH SCOTT D<br>800 S. NORTHPOINT BLVD<br>WAUKEGAN, IL 60085 |               |           | EVP, CFO & Treasurer |       |

## Signatures

/s/ Scott D.  
Schweinfurth 09/20/2010

\*\*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).
- (1) Restricted Stock Unit Grant: Restrictions will lapse on ?? of such shares on each of 9/16/2011, 2012, 2013 and 2014.
- (2) Includes 20,762 shares that remain restricted as of September 20, 2010.
- (3) These shares were acquired upon exercise of options that were granted in 2000 and would have expired on November 15, 2010.

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- The details of these trades were as follows: 1,306 at \$38.85; 500 at \$38.86; 600 at \$38.87; 1,800 at \$38.88; 2,200 at \$38.89; 500 at \$38.92; 600 at \$38.93; 600 at \$38.94; 100 at \$38.95; 300 at \$38.97; 100 at \$38.98; 100 at \$38.99; 5,089 at \$39.00; 1,100 at \$39.01; 2,000 at \$39.02; 6,100 at \$39.03; 5,800 at \$39.04; 6,300 at \$39.05; 500 at \$39.06; 1,200 at \$39.07; 1,900 at \$39.08; 4,075 at \$39.09; 1,300 at \$39.10; 1,100 at \$39.11; 100 at \$39.12; 700 at \$39.13; 600 at \$39.14; 600 at \$39.15; 500 at \$39.16; 1,988 at \$39.17; 200 at \$39.22; 100 at \$39.23; 200 at \$39.25; 200 at \$39.27; 500 at \$39.28; 800 at \$39.29; 1,300 at \$39.30; 1,000 at \$39.31; 500 at \$39.32; 151 at \$39.33; 700 at \$39.37; 200 at \$39.38; 500 at \$39.40; 300 at \$39.41; 2,200 at \$39.42; 1,191 at \$39.43; 400 at \$39.44; 700 at \$39.45; 500 at \$39.46 and 1,200 at \$39.48.
- (4) \$39.10; 1,100 at \$39.11; 100 at \$39.12; 700 at \$39.13; 600 at \$39.14; 600 at \$39.15; 500 at \$39.16; 1,988 at \$39.17; 200 at \$39.22; 100 at \$39.23; 200 at \$39.25; 200 at \$39.27; 500 at \$39.28; 800 at \$39.29; 1,300 at \$39.30; 1,000 at \$39.31; 500 at \$39.32; 151 at \$39.33; 700 at \$39.37; 200 at \$39.38; 500 at \$39.40; 300 at \$39.41; 2,200 at \$39.42; 1,191 at \$39.43; 400 at \$39.44; 700 at \$39.45; 500 at \$39.46 and 1,200 at \$39.48.
- (5) Represents a reduction in shares to satisfy tax withholding in connection with the vesting of shares of restricted stock on such date.
- (6) Stock Option Grant: Vesting 1/3 on each of 9/16/2011, 2012 and 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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