WMS INDUSTRIES INC /DE/

Form 4

September 22, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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subject to Section 16. Form 4 or Form 5 obligations

if no longer

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).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * SHEINFELD IRA S

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol WMS INDUSTRIES INC /DE/

(Check all applicable)

5. Relationship of Reporting Person(s) to

[WMS]

(Month/Day/Year)

09/18/2008

(Middle)

(Zip)

(Last) (First) 3. Date of Earliest Transaction

_X__ Director Officer (give title

10% Owner Other (specify

C/O WMS INDUSTRIES INC., 800

(Street)

(State)

S. NORTHPOINT BLVD.

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

WAUKEGAN, IL 60085

(City)

Table 1 Troit Delivative Securities required,							un eu, Disposeu o	ta, Disposed of, of Beneficiary Owned			
1.Title of		2. Transaction Date 2A. Deemed		4. Securities Acquired		5. Amount of	6. Ownership				
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	saction(A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Beneficially	Form: Direct (D) or	Indirect Beneficial		
		(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership			
							Following Reported	(Instr. 4)	(Instr. 4)		
					(A)		Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	09/18/2008		A	7,666	A	\$ 0	26,616 (1)	D			
Common Stock	09/18/2008		S	3,668	D	\$ 29.09	22,948 (2)	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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or		
						Exercisable	Date	Title Number of			
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address 10% Owner Officer Other Director SHEINFELD IRA S C/O WMS INDUSTRIES INC. X 800 S. NORTHPOINT BLVD. WAUKEGAN, IL 60085

Signatures

/s/ Ira S. 09/22/2008 Sheinfeld

**Signature of Date Reporting Person

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).
- Includes (i) 17,970 shares of restricted stock, restrictions will lapse as to (a) 3,833 shares on 9/18/09 and 9/18/10; (b) 3,668 shares on 9/18/09; and (c) 6,636 shares when the reporting person ceases to be a director provided such reporting person gives 6 months notice of any resignation, except as otherwise agreed by the Board of Directors and (ii) 4,978 shares of Common Stock to be delivered pursuant to deferred stock units when the reporting person ceases to be a director.
- Consists of (i) 17,970 shares of restricted stock, restrictions will lapse as to (a) 3,833 shares on 9/18/09 and 9/18/10; (b) 3,668 shares on 9/18/09; and (c) 6,636 shares when the reporting person ceases to be a director provided such reporting person gives 6 months notice of any resignation, except as otherwise agreed by the Board of Directors and (ii) 4,978 shares of Common Stock to be delivered pursuant to deferred stock units when the reporting person ceases to be a director.

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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