

WILLIAMS SONOMA INC
Form 4
March 25, 2015

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 *
CONNOLLY PAT

(Last) (First) (Middle)

3250 VAN NESS AVENUE

(Street)

SAN FRANCISCO, CA 94109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
WILLIAMS SONOMA INC [WSM]

3. Date of Earliest Transaction (Month/Day/Year)
12/10/1993

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

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 or (D) Price		
Common Stock	12/10/1993		J		850 ⁽¹⁾ D \$ 0	534,065	D
Common Stock	12/31/1993		J		1,330 ⁽¹⁾ D \$ 0	532,735	D
Common Stock	12/31/1996		J		620 ⁽¹⁾ D \$ 0	532,115	D
Common Stock	08/20/1997		J		1,350 ⁽¹⁾ D \$ 0	530,765	D
Common Stock	03/16/1998		S		2,750 D \$ 61.07	528,015	D

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Common Stock	03/17/1998	S	285	D	\$ 60	527,730	D	
Common Stock	03/17/1998	J	<u>1,800</u> ⁽¹⁾	D	\$ 0	525,930	D	
Common Stock	08/19/1998	J	260 ⁽²⁾	D	\$ 0	526,190	D	
Common Stock	12/09/1999	S	6,800	D	\$ 57.78	519,390	D	
Common Stock	12/09/1999	J	77 ⁽¹⁾	D	\$ 0	519,313	D	
Common Stock	09/13/2002	S	34,500	D	\$ 25.74	484,813	D	
Common Stock	12/01/2012	J	<u>7,000</u> ⁽¹⁾	D	\$ 0	477,813	D	
Common Stock	03/24/2015	J	<u>27,236</u> ⁽³⁾	D	\$ 0	450,577	D	
Common Stock						38,889	I	By Managed Account ⁽⁴⁾
Common Stock						225,000	I	By LLC

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONNOLLY PAT 3250 VAN NESS AVENUE SAN FRANCISCO, CA 94109	X		EVP	

Signatures

/s/ Patrick J.
Connolly

03/25/2015

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) Represents a gift transaction.
- (2) Reported to correct double-reporting of this gift on previous Form 4s.
- (3) Adjusted to reflect (1) 29,139 shares resulting from incorrect pre-stock split share assumptions in prior Form 4s and (2) 1,903 shares from transactions between February and August 1994 for which transaction details are not available.
- (4) Represents the number of shares held by the reporting person in the Williams-Sonoma, Inc. Stock Fund under the Williams-Sonoma, Inc. 401(k) Plan, based on a statement dated March 24, 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.