JAFFE SETH
Form 4
June 09, 2005

FORM 4

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

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
JAFFE SETH

(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)
06/08/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP, GC & SECRETARY

6. Individual or Joint/Group Filing(Check 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

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	06/08/2005		M		2,200	A	$ 23.225	2,200	D	
Common Stock	06/08/2005		S		2,200	D	$ 39.8	0	D	
Common Stock	06/08/2005		M		800	A	$ 23.225	800	D	
Common Stock	06/08/2005		S		800	D	$ 39.81	0	D	
Common Stock	06/08/2005		M		500	A	$ 23.225	500	D	

Common Stock	06/08/2005		S	500	D	$ 39.8	0	D	
Common Stock	06/08/2005		M	900	A	$ 23.225	900	D	
Common Stock	06/08/2005		S	900	D	$ 39.79	0	D	
Common Stock	06/08/2005		M	4,000	A	$ 23.225	4,000	D	
Common Stock	06/08/2005		S	4,000	D	$ 39.78	0	D	
Common Stock	06/08/2005		M	1,600	A	$ 23.225	1,600	D	
Common Stock	06/08/2005		S	1,600	D	$ 39.79	0	D	
Common Stock	06/08/2005		M	2,000	A	$ 23.225	2,000	D	
Common Stock	06/08/2005		S	2,000	D	$ 39.78	0	D	
Common Stock							125	I	by Managed Account

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Non-Qualified Stock Option	$ 23.225	06/08/2005		M			2,200	04/08/2003	04/08/2012	Common Stock	2,2

(right to buy)								
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	800	04/08/2003	04/08/2012	Common Stock	80
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	500	04/08/2003	04/08/2012	Common Stock	50
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	900	04/08/2003	04/08/2012	Common Stock	90
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	4,000	04/08/2003	04/08/2012	Common Stock	4,0
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	1,600	04/08/2003	04/08/2012	Common Stock	1,6
Non-Qualified Stock Option (right to buy)	$ 23.225	06/08/2005	M	2,000	04/08/2003	04/08/2012	Common Stock	2,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAFFE SETH 3250 VAN NESS AVENUE SAN FRANCISCO, CA 94109			SVP, GC & SECRETARY	

Signatures

By: Nancy Hoem, Attorney-in-Fact For: Seth R. Jaffe	06/09/2005
**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).

Remarks:

The reporting person owns $4,969.90 in the Williams-Sonoma, Inc. stock fund under the Williams-Sonoma, Inc. Associate Sto

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.