LESTER HOWARD

Form 4

December 05, 2005

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

a 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add LESTER HOV	*	ng Person *	2. Issuer Name and Ticker or Trading Symbol WILLIAMS SONOMA INC [WSM]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle		(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	X Director 10% Owner				
3250 VAN NESS AVENUE			12/01/2005	X Officer (give title Other (specify below)				
				CHAIRMAN				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec				
			Filed(Month/Day/Year)	Applicable Line)				
SAN FRANCISCO, CA 94109				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State)	Zip) Tabl	e I - Non-D) erivative	Secui	ities Acq	uired, Disposed o	of, or Beneficial	lly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/02/2005		Code V S	Amount 8,400		Price \$ 44.54	(Instr. 3 and 4) 6,752,258	D	
Common Stock	12/02/2005		S	3,900	D	\$ 44.55	6,748,358	D	
Common Stock	12/02/2005		S	3,000	D	\$ 44.56	6,745,358	D	
Common Stock	12/02/2005		S	1,100	D	\$ 44.57	6,744,258	D	
Common Stock	12/02/2005		S	100	D	\$ 44.58	6,744,158	D	

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Common Stock	12/02/2005	S	900	D	\$ 44.6	6,743,258	D	
Common Stock	12/02/2005	S	100	D	\$ 44.62	6,743,158	D	
Common Stock	12/02/2005	S	500	D	\$ 44.65	6,742,658	D	
Common Stock	12/02/2005	S	900	D	\$ 44.67	6,741,758	D	
Common Stock	12/02/2005	S	700	D	\$ 44.68	6,741,058	D	
Common Stock	12/02/2005	S	900	D	\$ 44.69	6,740,158	D	
Common Stock	12/02/2005	S	100	D	\$ 44.7	6,740,058	D	
Common Stock	12/02/2005	S	500	D	\$ 44.74	6,739,558	D	
Common Stock	12/02/2005	S	1,400	D	\$ 44.76	6,738,158	D	
Common Stock	12/01/2005	J	66	D	\$ 44.02	34,616	I	by Managed Account (1)

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)
	Derivative				Securities			(Instr. :	3 and 4)	
	Security				Acquired			`	,	
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
					4, and 3)					
									Amount	
						Data	Evaination		or	
						Date Expiration Exercisable Date	Title Number	Number		
							Date		of	
				Code V	(A) (D)				Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LESTER HOWARD

3250 VAN NESS AVENUE X CHAIRMAN SAN FRANCISCO, CA 94109

Signatures

By: Nicolas de Porcel For: Howard Lester 12/05/2005

**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).

The reporting person owns \$1,523,820.31 in the Williams-Sonoma Inc. stock fund under the Williams-Sonoma, Inc., Associate Stock

Incentive Plan (a 401(K) plan), based on a statement dated December 1, 2005. The number of shares indirectly owned and noted on Table 1 was calculated by dividing the amount owned in the Williams-Sonoma, Inc. stock fund by \$44.02, the closing price of Williams-Sonoma. Inc. common stock on December 1, 2005.

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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