

WMS INDUSTRIES INC /DE/

Form 8-K

September 15, 2004

Item 1.01 Entry into a Material Definitive Agreement.

On September 9, 2004, the Compensation Committee of the Board of Directors of WMS Industries Inc. (the Company) adopted a Nonqualified Deferred Compensation Plan (the Plan) effective as of December 1, 2003. The purpose of the Plan is to provide certain management and highly compensated employees a means to defer compensation on a pre-tax basis and receive contributions from the Company. All of the Company s executive officers and others have been selected as eligible individuals and invited to participate in the Plan. A copy of the Plan is attached hereto as Exhibit 10.1.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

| Exhibits | Description |
|-----------------|---|
| 10.1 | WMS Industries Inc. Nonqualified Deferred Compensation Plan |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WMS INDUSTRIES INC.

Date: September 15, 2004

/s/ Kathleen J. McJohn
Kathleen J. McJohn
Vice President, General Counsel and
Secretary

Exhibit Index

Exhibits

Description

10.1 WMS Industries Inc. Nonqualified Deferred Compensation Plan