WILLIAMS SONOMA INC
Form 8-K
August 24, 2006

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

---

**FORM 8-K**

**CURRENT REPORT**

## Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 24, 2006

## Williams-Sonoma, Inc.

(Exact name of registrant as specified in its charter)

| California | 001-14077 | 94-2203880 |
|---|---|---|
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

3250 Van Ness Avenue, San Francisco, California 94109

(Address of principal executive offices) (zip code)

Registrant s telephone number, including area code (415) 421-7900

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

On August 24, 2006, the Company announced via press release the Company s financial results for its second quarter ended July 30, 2006. A copy of the Company s press release is attached hereto as Exhibit 99.1. The attached exhibit is provided under Item 2.02 of Form 8-K and is furnished to, but not filed with, the Securities and Exchange Commission.

**Item 8.01. Other Events**

On August 24, 2006, the Company announced via press release the authorization by the Board of Directors of a five million share stock repurchase program and the completion of a two million share stock repurchase program. A copy of the Company s press release is attached hereto as Exhibit 99.2. The attached exhibit is provided under Item 8.01 of Form 8-K and is furnished to, but not filed with, the Securities and Exchange Commission.

**Item 9.01. Financial Statements and Exhibits**

(d) List of Exhibits:

| | |
|---|---|
| 99.1 | Press Release dated August 24, 2006 entitled Williams-Sonoma, Inc. Reports Second Quarter 2006 Results |
| 99.2 | Press Release dated August 24, 2006 entitled Williams-Sonoma, Inc. Announces 5 Million Share Stock Repurchase Program and Completion of Previous 2 Million Share Stock Repurchase Program |

**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.

WILLIAMS-SONOMA, INC.

Date: August 24, 2006

By: /s/ Sharon L. McCollam
Sharon L. McCollam
Executive Vice President,
Chief Operating and Chief Financial Officer

**INDEX TO EXHIBITS**

| Exhibit Number | Description |
|---|---|
| 99.1 | Press Release dated August 24, 2006 entitled Williams-Sonoma, Inc. Reports Second Quarter 2006 Results |
| 99.2 | Press Release dated August 24, 2006 entitled Williams-Sonoma, Inc. Announces 5 Million Share Stock Repurchase Program and Completion of Previous 2 Million Share Stock Repurchase Program |