

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

FORM 13F

INFORMATION REQUIRED OF INSTITUTIONAL INVESTMENT MANAGERS PURSUANT
TO SECTION 13(f) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES THEREUNDER

Report for the Quarter Ended: June 30, 2002

Check here if Amended: ☐ Amendment Number: _____
This Amendment (Check only one): ☐ is a restatement.
☐ adds new holdings entries.

Institutional Investment Manager Filing this Report:

WS Capital, L.L.C.

Name

300 Crescent Court	Suite 880	Dallas	Texas	75201
Address	(Street)	(City)	(State)	(Zip)

Form 13F File Number: 28-10040

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

For further information please contact:

Joseph I. Worsham, II

Person Signing this Report on Behalf of Reporting Manager:

Reid S. Walker

(Name)

Member

(Title)

(214) 756-6056

(Phone)

Signature, Place, and Date of Signing:



(Signature)

Dallas, Texas

(City, State)

August 8, 2002

(Date)

Report Type (Check only one):

- ☒ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- ☐ 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- ☐ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	<u>1</u>
Form 13F Information Table Entry Total:	<u>69</u>
Form 13F Information Table Value Total:	<u>\$ 84,704</u>
	(thousands)

List of Other Included Managers: WSV Management, L.L.C.

FORM 13F

Name of Reporting Manager: WS Capital, L.L.C.										(SEC USE ONLY)	
Column 1: Name of Issuer	Column 2: Title of Class	Column 3: CUSIP	Column 4: Value (x\$1000)	Column 5:			Column 6: Investment Discretion	Column 7: Other Managers	Column 8:		
				Shares or Principal Amount	Share/ Principal	Put/ Call			Voting Authority		
									Sole	Shared	None
ACRES GAMING CORP	COM	004936100	211	105,600	SH		SHARED	1		105,600 ⁱⁱ	
ALLIED CAPITAL CORP NEW	COM	01903Q108	680	30,000	SH		SHARED	1		30,000 ⁱⁱ	
BE AEROSPACE INC	COM	073302101	264	20,000	SH		SHARED	1		20,000 ⁱⁱ	
BEST BUY	COM	086516101	1,195	32,910	SH		SHARED			32,910 ⁱⁱ	
CADIZ INC	COM	127537108	425	50,000	SH		SOLE		50,000 ⁱ		
CRYPTOLOGIC INC	COM	228906103	447	51,000	SH		SHARED	1		51,000 ⁱⁱ	
DIANON SYS INC	COM	252826102	1,603	30,0090	SH		SHARED	1		30,000 ⁱⁱ	
ENDOCARE INC	COM	29264P104	2,294	173,600	SH		SHARED	1		173,600 ⁱⁱ	
E PIPHANY INC	COM	26881V100	515	117,200	SH		SOLE		117,200 ⁱ		
ERESEARCH TECHNOLOGY INC	COM	29481V108	380	15,000	SH		SHARED	1		15,000 ⁱⁱⁱ	
ESS TECHNOLOGY INC	COM	269151106	277	15,800	SH		SOLE		15,800 ⁱ		
EVOLVING SYS INC	COM	30049R100	120	445,294	SH		SHARED	1		445,294 ⁱⁱ	
FINLAY ENTERPRISES IN	COM NEW	317884203	468	28,400	SH		SHARED	1		28,400 ⁱⁱⁱ	
FORGENT NETWORKS INC	COM	34629U103	305	61,000	SH		SHARED	1		61,000 ⁱⁱⁱ	
GETTY IMAGES INC	COM	374276103	544	25,000	SH		SHARED	1		25,000 ⁱⁱ	
GLOBAL INDS LTD	COM	379336100	105	15,000	SH		SOLE		15,000 ⁱ		

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GRAPHIC PACKAGING INTL CORP	COM	388690109	231	25,000	SH		SOLE		25,000 ⁱ		
HI / FN INC	COM	428358105	4,735	722,900	SH		SHARED	1		722,900 ⁱⁱ	
HEALTH MGMT SYS INC	COM	42219M100	2,445	776,200	SH		SHARED	1		776,200 ⁱⁱ	
HILFGER TOMMY CORP	ORD	G8915Z102	1,575	110,000	SH		SHARED	1		110,000 ⁱⁱⁱ	
HOLLY CORP	COM PAR \$0.01	435758305	2,970	177,300	SH		SHARED	1		177,300 ⁱⁱ	
INFOUSA INC NEW	COM	456818301	109	20,000	SH		SOLE		20,000 ⁱ		
ISTAR FINL INC	COM	45031U101	995	34,900	SH		SOLE		34,900 ⁱ		
INTERGRAPH CORP	COM	458683109	549	31,500	SH		SOLE		31,500 ⁱ		
INTERTAN INC	COM	461120107	558	50,000	SH		SOLE		50,000 ⁱ		
INTRADO INC	COM	46117A100	194	10,000	SH		SHARED	1		10,000 ⁱⁱ	
LANTRONIX INC	COM	516548104	85	100,000	SH		SOLE		100,000 ⁱ		
LIBERTE INVS INC DEL	COM	530154103	1,289	330,500	SH		SOLE		330,500 ⁱ		
LIBERTY MEDIA CORP NE	COM SER A	530718105	1,200	120,000	SH		SOLE		120,000 ⁱ		
MAGNUM HUNTER RES INC	COM PAR \$0.002	55972F203	4,683	593,500	SH		SHARED	1		593,500 ⁱⁱ	
MANTECH INTL CORP	CL A	564563104	1,200	50,000	SH		SOLE		50,000 ⁱ		
MARTEK BIOSCIENCES CORP	COM	572901106	1,939	92,700	SH		SHARED	1		92,700 ⁱⁱ	
MED-DESIGN CORP	COM	583926100	556	43,000	SH		SHARED	1		43,000 ⁱⁱ	
MICRON TECHNOLOGY INC	COM	595112103	607	30,000	SH		SOLE		30,000 ⁱ		
MICROTUNE INC DEL	COM	59514P109	493	55,300	SH		SHARED	1		55,300 ⁱⁱ	
MULTIMEDIA GAMES INC	COM	625453105	229	10,500	SH		SHARED	1		10,500 ⁱⁱ	
MODEM MEDIA INC	CL A	607533106	2,737	760,389	SH		SHARED	1		760,389 ⁱⁱ	

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NEOMAGIC CORP	COM	640497103	1,307	491,400	SH		SHARED	1		491,400 ⁱⁱ	
PC-TEL INC	COM	69325Q105	370	54,700	SH		SOLE			54,700 ⁱ	
PARTY CITY CORP	COM	702145103	6,997	429,280	SH		SHARED	1		429,280 ⁱⁱ	
PATTERSON UTI ENERGY INC	COM	703481101	2,258	80,000	SH		SHARED	1		80,000 ⁱⁱ	
PEAK INTL LTD	ORD	G69586108	4,662	797,000	SH		SHARED	1		797,000 ⁱⁱ	
PERSISTENCE SOFTWARE INC	COM	715710109	174	290,500	SH		SOLE			290,500 ⁱ	
PERVASIVE SOFTWARE INC	COM	715710109	404	103,000	SH		SHARED	1		103,000 ⁱⁱⁱ	
PICCADILLY CAFETERIAS INC	COM	719567109	932	310,541	SH		SHARED	1		310,541 ⁱⁱⁱ	
PITTSTON CO	COM BRINKS GRP	725701106	600	25,000	SH		SOLE			25,000 ⁱ	
PLAINS RES INCV	COM \$0.10	726540503	1,025	38,300	SH		SOLE			38,300 ⁱ	
PRE PAID LEGAL SVCS INC	COM	740065107	2,778	139,600	SH		SHARED	1		139,600 ⁱⁱ	
PRUDENTIAL FINL INC	COM	744320102	4,120	123,500	SH		SOLE			123,500 ⁱ	
QWEST COMMUNICATIONS INTL IN	COM	749121109	420	150,000	SH		SOLE			150,000 ⁱ	
QUICKSILVER RESOURCES INC	COM	74837R104	592	22,900	SH		SHARED	1		22,900 ⁱⁱⁱ	
RSA SEC INC	COM	749719100	491	102,000	SH		SOLE			102,000 ⁱ	
RESONATE INC	COM	76115Q104	199	100,000	SH		SOLE			100,000 ⁱ	
SBE INC	COM NEW	783873201	84	45,300	SH		SHARED	1		45,300 ⁱⁱⁱ	
SRS LABS INC	COM	78464M106	471	189,316	SH		SHARED	1		189,316 ⁱⁱⁱ	

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SOLA INTL INC	COM	834092108	872	75,800	SH		SOLE	75,800 ⁱ		
SOUNDVIEW TECHNOLOGY GROUP N	COM	83611Q109	2,117	1,245,390	SH		SHARED	1	1,245,390 ⁱⁱ	
STAMPS COM INC	COM	852857101	187	42,300	SH		SHARED	1	42,300 ⁱⁱⁱ	
STANDARD MANAGEMENT CORP	COM	853612109	303	37,900	SH		SHARED	1	37,900 ⁱⁱⁱ	
SYCAMORE NETWORKS INC	COM	871206108	386	100,000	SH		SOLE		100,000 ⁱ	
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	2,111	659,800	SH		SHARED	1	659,800 ⁱⁱ	
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	3,117	151,400	SH		SHARED	1	151,400 ⁱⁱ	
TECH-TEAM GLOBAL INC	COM	878311109	3,118	389,776	SH		SHARED	1	389,776 ⁱⁱ	
TIDEL TECHNOLOGIES INC	COM	886368109	28	59,200	SH		SOLE		59,200 ⁱ	
TUMBLEWEED COMMUNICATIONS CO	COM	899690101	67	36,100	SH		SHARED	1	36,100 ⁱⁱⁱ	
VVYO INC	COM	918458100	485	577,000	SH		SHARED	1	577,000 ⁱⁱ	
W-H ENERGY SERVICES INC	COM	92925E108	2,555	115,300	SH		SHARED	1	115,300 ⁱⁱ	
XM SATELLITE RADIO HLDGS INC	CL A	983759101	614	84,750	SH		SOLE		84,750 ⁱ	
XTO ENERGY CORP	COM	98385X106	1,648	80,000	SH		SOLE		80,000 ⁱ	

ⁱ WS Capital, L.L.C. has sole investment discretion and voting authority for shares held by (i) Walker Smith Capital Master Fund, composed of Walker Smith Capital, L.P. and Walker Smith Capital (QP), L.P., and (ii) Walker Smith International Fund, Ltd.

ⁱⁱ WS Capital, L.L.C. has shared investment discretion and voting authority with WSV Management, L.L.C. WS Capital, L.L.C. has sole investment discretion and voting authority for shares held by (i) Walker Smith Capital Master Fund, composed of Walker Smith Capital, L.P. and Walker Smith Capital (QP), L.P., and (ii) Walker Smith International Fund, Ltd. WSV Management, L.L.C. has sole investment discretion and voting authority for shares held by (i) WS Opportunity Master Fund, composed of

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WS Opportunity Fund, L.P. and WS Opportunity Fund (QP), L.P., and (ii) WS Opportunity Fund International, Ltd. Reid S. Walker and G. Stacy Smith, as control persons for both WS Capital, L.L.C. and WSV Management, L.L.C., each can control the investment and voting of these shares.

iii WSV Management, L.L.C. has sole investment discretion and voting authority for shares held by (i) WS Opportunity Master Fund, composed of WS Opportunity Fund, L.P. and WS Opportunity Fund (QP), L.P., and (ii) WS Opportunity Fund International, Ltd. Reid S. Walker and G. Stacy Smith are reporting these shares as each may have shared investment discretion and voting authority for those shares controlled by WSV Management, L.L.C., in that Messrs. Walker and Smith together control a majority of the voting rights of WSV Management, L.L.C.