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

FORM 13F

CONFIDENTIAL TREATMENT EXPIRED

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: September 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)

PROCESSED

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THOMSON
FINANCIAL

Signature, Place, and Date of Signing:



(Signature)

Dallas, Texas

(City, State)

November 12, 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>0</u>
Form 13F Information Table Entry Total:	<u>53</u>
Form 13F Information Table Value Total:	<u>\$ 71,685</u>
	(thousands)

List of Other Included Managers:

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			Sole	Shared	Non e
ACRES GAMING CORP	COM	004936100	1,987	358,100	SH		SHARED ²			358,100	
ALLIED CAP CORP NEW	COM	01903Q108	328	15,000	SH		SHARED ²			15,000	
AMERICAN CAPITAL STRATEGIES	COM	024937104	848	45,000	SH		SHARED ²			45,000	
BE AEROSPACE INC	COM	073302101	75	15,800	SH		SOLE ¹		15,800		
BRIO SOFTWARE INC	COM	109704106	401	367,900	SH		SHARED ²			367,900	
ENDOCARE INC	COM	29264P104	2,554	178,500	SH		SHARED ²			178,500	
E PIPHANY INC	COM	296315104	312	86,600	SH		SOLE ¹		86,600		
ESS TECHNOLOGY INC	COM	269151106	97	15,800	SH		SOLE ¹		15,800		
EVOLVING SYS INC	COM	30049R100	49	189,694	SH		SHARED ²			189,694	
GETTY IMAGES INC	COM	374276103	502	25,000	SH		SHARED ²			25,000	
HI / FN INC	COM	428358105	4,201	954,800	SH		SHARED ²			954,800	
HILTON HOTELS CORP	COM	432848109	854	75,000	SH		SOLE ¹		75,000		
HEALTHSOUTH CORP	COM	421924101	415	100,000	SH		SHARED ²			100,000	
HOLLY CORP	COM PAR \$0.01	435758305	4,242	249,800	SH		SHARED ²			249,800	
INAMED CORP	COM	453235103	460	20,000	SH		SOLE ¹		20,000 ¹		
KINDER MORGAN INC KANS	COM	49455P101	4,757	134,200	SH		SHARED ²			134,200	

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LATRONIX INC	COM	516548104	38	100,000	SH		SOLE ¹	100,000		
LIBERTE INVS INC DEL	COM	530154103	1,332	330,500	SH		SOLE ¹	330,500		
MAGNUM HUNTER RES INC	COM PAR \$0.002	55972F203	1,279	243,700	SH		SHARED ²		243,700	
MANTECH INTL CORP	CL A	564563104	1,173	50,000	SH		SOLE ¹	50,000		
MCMORAN EXPLORATION CO	COM	582411203	3,920	160,000	SH		SHARED ²		160,000	
MED-DESIGN CORP	COM	583926100	152	43,000	SH		SHARED ²		43,000	
MICROTUNE INC DEL	COM	59514P109	133	55,300	SH		SHARED ²		55,300	
MODEM MEDIA INC	CL A	607533106	2,241	1,018,709	SH		SHARED ²		1,018,709	
MTR GAMING GROUP INC	COM	553769100	203	22,000	SH		SHARED ²		22,000	
MULTIMEDIA GAMES INC	COM	625453105	207	10,500	SH		SHARED ²		10,500	
NCE PETROFUND I	TR UT NEW 2001	62885E406	953	128,500	SH		SOLE ¹	128,500		
NAUTILUS GROUP INC	COM	63910B102	411	21,100	SH		SHARED ²		21,100	
NEOMAGIC CORP	COM	640497103	263	252,900	SH		SOLE ¹	252,900		
OPEN TEXT CORP	COM	683715106	784	40,200	SH		SHARED ²		40,200	
PARTY CITY CORP	COM	702145103	7,694	559,580	SH		SHARED ²		559,580	
PERSISTENCE SOFTWARE INC	COM	715329108	100	238,900	SH		SOLE ¹	238,900		
PICCADILLY CAFETERIAS INC	COM	719567109	937	431,941	SH		OTHER ³		431,941	
PITTSTON CO	COM BRINKS GRP	725701106	1,344	60,000	SH		SOLE ¹	60,000 ⁱ		
PRE PAID LEGAL SVCS INC	COM	740065107	4,457	224,200	SH		SHARED ²		224,200	
SBE INC	COM NEW	783873201	50	33,400	SH		OTHER ³		33,400	

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SRS LABS INC	COM	7846M106	498	189,316	SH		OTHER ³		189,316	
SHOP AT HOME INC	COM	825066301	2,628	1,123,153	SH		SHARED ²		1,123,153	
SILICON LABORATORIES INC	COM	826919102	2,878	157,000	SH		SHARED ²		157,000	
SOLA INTL INC	COM	834092108	762	75,800	SH		SOLE ¹		75,800	
SOUNDVIEW TECHNOLOGY GROUP N	COM	83611Q109	2,458	1,890,955	SH		SHARED ²		1,890,955	
STAMPS COM INC	COM	852857101	423	100,000	SH		SOLE ¹		100,000	
STANDARD MANAGEMENT CORP	COM	853612109	194	38,900	SH		OTHER ³		38,900	
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	558	25,000	SH		SOLE ¹		25,000	
SYMBOL TECHNOLOGIES INC	COM	871508107	460	60,000	SH		SOLE ¹		60,000	
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	1,537	671,000	SH		SHARED ²		671,000	
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	4,391	151,400	SH		SHARED ²		151,400 ¹	
TECH-TEAM GLOBAL INC	COM	878311109	3,236	472,369	SH		SHARED ²		472,369	
TUMBLEWEED COMMUNICATIONS CO	COM	899690101	33	36,100	SH		OTHER ³		36,100	
TYCO INTL LTD NEW	COM	902124106	987	70,000	SH		SOLE ¹		70,000	
TYLER TECHNOLOGIES INC	COM	902252105	220	50,000	SH		SOLE ¹		50,000	
VVYO INC	COM	918458100	440	189,633	SH		SOLE ¹		189,633	
Z TEL TECHNOLOGIES INC	COM	988792107	229	212,400	SH		OTHER ³		212,400	