

WORLD WRESTLING ENTERTAINMENTINC
 Form 4
 April 26, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 DUNN KEVIN

(Last) (First) (Middle)

C/O WORLD WRESTLING ENTERTAINMENT, INC., 1241 EAST MAIN STREET

(Street)

STAMFORD, CT 06902

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 WORLD WRESTLING ENTERTAINMENTINC [WWE]

3. Date of Earliest Transaction (Month/Day/Year)
 04/25/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP, Television Production

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Class A Common Stock | 04/25/2006 | | M | 15,000 | A \$ 12.94 | 84,161 ⁽¹⁾ | D |
| Class A Common Stock | 04/25/2006 | | M | 20,000 | A \$ 13.45 | 104,161 | D |
| Class A Common Stock | 04/25/2006 | | M | 15,000 | A \$ 12.9 | 119,161 | D |

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| | | | | | | | |
|----------------------------|------------|---|--------|---|-------------|---------|---|
| Class A Common Stock | 04/25/2006 | S | 15,000 | D | \$ 17 | 104,161 | D |
| Class A Common Stock | 04/25/2006 | S | 1,500 | D | \$ 17.04 | 102,661 | D |
| Class A Common Stock | 04/25/2006 | S | 1,300 | D | \$ 17.06 | 101,361 | D |
| Class A Common Stock | 04/25/2006 | S | 2,800 | D | \$ 17.08 | 98,561 | D |
| Class A Common Stock | 04/25/2006 | S | 9,000 | D | \$ 17.09 | 89,561 | D |
| Class A Common Stock | 04/25/2006 | S | 1,700 | D | \$ 17.1 | 87,861 | D |
| Class A Common Stock | 04/25/2006 | S | 13,300 | D | \$ 17.12 | 74,561 | D |
| Class A Common Stock | 04/25/2006 | S | 500 | D | \$ 17.13 | 74,061 | D |
| Class A Common Stock | 04/25/2006 | S | 7,900 | D | \$ 17.14 | 66,161 | D |
| Class A Common Stock | 04/25/2006 | S | 500 | D | \$ 17.15 | 65,661 | D |
| Class A Common Stock | 04/25/2006 | S | 800 | D | \$ 17.16 | 64,861 | D |
| Class A Common Stock | 04/25/2006 | S | 300 | D | \$ 17.17 | 64,561 | D |
| Class A Common Stock | 04/25/2006 | S | 2,400 | D | \$ 17.19 | 62,161 | D |
| Class A Common Stock | 04/25/2006 | S | 500 | D | \$ 17.2 | 61,661 | D |

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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Rights to Buy) | \$ 12.94 | 04/25/2006 | | M | 15,000 | <u>(2)</u> 12/01/2010 | | Class A Common Stock | 15,000 |
| Employee Stock Option (Rights to Buy) | \$ 13.45 | 04/25/2006 | | M | 20,000 | <u>(4)</u> 06/04/2012 | | Class A Common Stock | 20,000 |
| Employee Stock Option (Rights to Buy) | \$ 12.9 | 04/25/2006 | | M | 15,000 | <u>(5)</u> 07/20/2009 | | Class A Common Stock | 15,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUNN KEVIN
C/O WORLD WRESTLING ENTERTAINMENT, INC.
1241 EAST MAIN STREET
STAMFORD, CT 06902

EVP, Television Production

Signatures

Kevin Dunn

04/25/2006

**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).

(1) Includes 2,413 shares representing dividend accruals not previously reported because they are exempt under Section 16.

(2) Current

(3) N/A

(4) 30,000 currently exercisable. Remaining 10,000 on June 4, 2006.

(5) 21,875 currently exercisable. Remaining vests in equal monthly installments of 1,041 options

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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