

MONSTER WORLDWIDE INC
Form 3
March 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Trumbull Jonathan
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/22/2005

3. Issuer Name and Ticker or Trading Symbol
MONSTER WORLDWIDE INC [MNST]

4. Relationship of Reporting Person(s) to Issuer

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

C/O MONSTER WORLDWIDE, INC., 622 THIRD AVENUE

(Street)

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer ____ Other
(give title below) (specify below)
Gbl Cntrlr/Ch Acctng Officer

NEW YORK, NY 10017

(City) (State) (Zip)

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

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$.001 par value per share 312

I By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Option to Purchase)	01/08/2005 ⁽¹⁾	01/08/2013	Common Stock, \$.001 par value per share	21,346	\$ 11.202	D Â
Employee Stock Option (Option to Purchase)	04/10/2004 ⁽²⁾	04/10/2013	Common Stock, \$.001 par value per share	20,000	\$ 11.79	D Â
Employee Stock Option (Option to Purchase)	02/09/2005 ⁽³⁾	02/09/2014	Common Stock, \$.001 par value per share	20,000	\$ 24.53	D Â
Employee Stock Option (Option to Purchase)	12/28/2005 ⁽⁴⁾	12/28/2014	Common Stock, \$.001 par value per share	20,000	\$ 33.64	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trumbull Jonathan C/O MONSTER WORLDWIDE, INC. 622 THIRD AVENUE NEW YORK, NY 10017	Â	Â	Â Gbl Cntrlr/Ch Acctng Officer	Â

Signatures

/s/ Jonathan
Trumbull

03/29/2005

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options vested and became exercisable as to 5,336 shares on 01/08/2005 and will vest and become exercisable as to an additional 5,337 shares on 01/08/2006; an additional 5,336 shares on 01/08/2007; and an additional 5,337 shares on 01/08/2008.

(2) These options vested and became exercisable as to 5,000 shares on 04/10/2004 and will vest and become exercisable as to an additional 5,000 shares on each of 04/10/2005, 04/10/2006 and 04/10/2007.

(3)

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These options vested and became exercisable as to 5,000 shares on 02/09/2005 and will vest and become exercisable as to an additional 5,000 shares on each of 02/09/2006, 02/09/2007 and 02/09/2008.

- (4) These options will vest on 05/31/2005 and will become exercisable as to 5,000 shares on each of 12/28/2005, 12/28/2006, 12/28/2007 and 12/28/2008.

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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