

WORLD WRESTLING ENTERTAINMENTINC  
 Form 3  
 December 10, 2013

**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)

|   |   |   |  |   |
|---|---|---|--|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Vincent K. McMahon 2013 Irrev. Trust U/A dtd. December 5, 2013</p> <p>(Last) (First) (Middle)</p> <p>C/O MCMAHON VENTURES, LLC,Â 1055 WASHINGTON BOULEVARD, 5TH FLOOR</p> <p>(Street)</p> <p>STAMFORD,Â CTÂ 06901</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/06/2013</p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>WORLD WRESTLING ENTERTAINMENTINC [WWE]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X___ 10% Owner<br/>                 ___ Officer ___ Other<br/>                 (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> |
|   |   |   | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>___ Form filed by One Reporting Person<br/>                 ___X___ Form filed by More than One Reporting Person</p>                                      |   |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)              | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|--|---|--|
| Class A Common Stock, par value \$.01 per share | 100  | D (1) (2) (3) Â   |  |

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)**

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| 1. Title of Derivative Security<br>(Instr. 4)      | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--|--|--------------------|--|----------------------------------|--|--|---|
|  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |   |
| Class B Common Stock,<br>par value \$.01 per share | Â (4)  | Â (4)              | Class A<br>Common<br>Stock, par<br>value \$.01<br>per share                          | 8,500,000                        | \$ 0   | D (5)  | Â   |
| Class B Common Stock,<br>par value \$.01 per share | Â (4)  | Â (4)              | Class A<br>Common<br>Stock, par<br>value \$.01<br>per share                          | 566,670                          | \$ 0   | D (3)  | Â   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Vincent K. McMahon 2013 Irrev. Trust U/A dtd. December 5, 2013<br>C/O MCMAHON VENTURES, LLC<br>1055 WASHINGTON BOULEVARD, 5TH FLOOR<br>STAMFORD, CT 06901 | Â             | Â X       | Â       | Â     |
| McMahon Linda E.<br>C/O MCMAHON VENTURES, LLC<br>1055 WASHINGTON BOULEVARD, 5TH FLOOR<br>STAMFORD, CT 06901   | Â             | Â X       | Â       | Â     |

## Signatures

|  |            |
|--|------------|
| /s/ Paul C. Cancilla, Attorney-in-Fact, on behalf of Ms. McMahon, individually           | 12/09/2013 |
| __Signature of Reporting Person  | Date       |
| /s/ Paul C. Cancilla, Attorney-in-Fact, on behalf of Ms. McMahon, as Trustee of the GRAT | 12/09/2013 |
| __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) This Form 3 is jointly filed by the Vincent K. McMahon 2013 Irrev. Trust U/A dtd. December 5, 2013 (the "GRAT") and Linda E. McMahon ("Ms. McMahon"). Ms. McMahon is the trustee of the GRAT, which was established by Vincent K. McMahon ("Mr. McMahon") for the benefit of Mr. McMahon and certain members of Mr. McMahon's family to hold a portion of the shares of Class B Common Stock previously owned directly by Mr. McMahon. Ms. McMahon has sole voting power and authority, and Ms. McMahon and Mr. McMahon (as special trustee of the GRAT) each has unilateral power and authority to sell, with respect to the 8,500,000 shares of Class B Common Stock held by the GRAT. During the initial three-year term, an annual annuity amount is payable to Mr. McMahon (or

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his estate) in trust shares of Class B Common Stock or other property.

On the termination of the GRAT, after annuity distributions to Mr. McMahon (or his estate), any remaining trust shares of Class B Common Stock or other property will under certain circumstances pass to successor trusts for other members of Mr. McMahon's family.

- (2) Mr. McMahon will not act as trustee of such successor trusts and will have no voting or investment power with respect to their assets. Mr. McMahon will separately report any non-exempt transactions with respect to his shares of Class B Common Stock pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (3) These shares are owned solely by Ms. McMahon. The GRAT does not beneficially own any of these shares.
- (4) Class B Common Stock is convertible at any time into Class A Common Stock on a one-for-one basis at the option of the holder.
- (5) These shares are owned directly by the GRAT and indirectly by Ms. McMahon, as trustee of the GRAT. Each of the GRAT and Ms. McMahon may be deemed to be ten percent owners of the issuer.

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### Remarks:

ExhibitÂ list:

24.1Â PowerÂ ofÂ Attorney.

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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