

WORLD WRESTLING ENTERTAINMENTINC

Form 4

September 18, 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)  
09/15/2006

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            | 09/15/2006                           |  | M                              | 10,000  | A \$ 12.94  | 107,290  | D   |
| Class A Common Stock            | 09/15/2006                           |  | M                              | 3,125   | A \$ 9.6  | 110,415  | D   |
| Class A Common Stock            | 09/15/2006                           |  | M                              | 4,166   | A \$ 12.9   | 114,581  | D   |

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|                            |            |   |       |   |             |         |   |
|----------------------------|------------|---|-------|---|-------------|---------|---|
| Class A<br>Common<br>Stock | 09/15/2006 | S | 300   | D | \$<br>17.08 | 114,281 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 100   | D | \$<br>17.07 | 114,181 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 200   | D | \$<br>17.06 | 113,981 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 3,000 | D | \$<br>17.05 | 110,981 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 700   | D | \$<br>17.04 | 110,281 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 100   | D | \$<br>17.03 | 110,181 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 1,366 | D | \$<br>17.02 | 108,815 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 725   | D | \$<br>17.01 | 108,090 | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 9,400 | D | \$ 17       | 98,690  | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 600   | D | \$<br>16.97 | 98,090  | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 2,100 | D | \$<br>16.96 | 95,990  | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 1,100 | D | \$<br>16.95 | 94,890  | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 300   | D | \$<br>16.92 | 94,590  | D |
| Class A<br>Common<br>Stock | 09/15/2006 | S | 4,800 | D | \$<br>16.91 | 89,790  | D |

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

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(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   | 09/15/2006                           |  | M                              | 10,000  | <u>(1)</u> 12/01/2010                                    | Class A Common Stock 10,000                                   |
| Employee Stock Option Rights to Buy        | \$ 9.6   | 09/15/2006                           |  | M                              | 3,125   | <u>(3)</u> 06/13/2008                                    | Class A Common Stock 3,125                                    |
| Employee Stock Option Rights to Buy        | \$ 12.9  | 09/15/2006                           |  | M                              | 4,166   | <u>(4)</u> 07/20/2009                                    | Class A Common Stock 4,166                                    |

## 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

09/18/2006

\*\*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) Current

(2) N/A

(3) 3,125 currently exercisable. Remaining vest in equal monthly installments of 625 options.

(4) 4,166 currently exercisable. Remaining vest in equal 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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