

WORLD WRESTLING ENTERTAINMENTINC

Form 4

April 26, 2006

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

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

OMB APPROVAL

OMB
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(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
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Television Production

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
			Code	V	Amount	(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
DUNN KEVIN C/O WORLD WRESTLING ENTERTAINMENT, INC. 1241 EAST MAIN STREET STAMFORD, CT 06902	Director 10% Owner Officer Other 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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