

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | | . / | | | | | , | 1011940 | | | | | |
|---|-------------------------|------------|----------------|-------------------------------------|-----------------|---|---|------------|------------|---|--------------------|--|---|--|------------------------|-------------------------------------|------------------------------|--|
| 1. Name and Address of Reporting Person * 2. Issu | | | | | | Issuer Name and Ticker or Trading Symbol | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Edist Michael 9 | | | | | VORLD WRESTLING | | | | | | | | | | | | | |
| | | | | | Eľ | ENTERTAINMENTINC [WWE] | | | | | | | | Director 10% Owner | | | | |
| (Last) | (Last) (First) (Middle) | | | | 3.] | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | X Officer (give title below) Other (specify below) President, WWE Studios | | | | |
| C/O WORLD WRESTLING | | | | | | 8/4/2014 | | | | | | | | | | | | |
| ENTERTAI | | | | EAST | | | | | | | | | | | | | | |
| MAIN STRI | | , 11 (0, 1 | | 31 40 1 | | | | | | | | | | | | | | |
| | | | | | 4.] | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | Y) 6. Individ | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| CT AMEODI | D C/TE 0.44 | 202 | | | | | | | _ | | | | | | | | | |
| STAMFORD, CT 06902 | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (0 | City) (Sta | ite) (Zi | ip) | | | | | | | | | | Total filed by Wore than one reporting reason | | | | | |
| | | | Table | I - Non | -Der | rivati | ve Seci | ırities Ac | quii | red, Di | sposed o | f, or l | Beneficially C |)wn | ed | | | |
| 1. Title of Security (Instr. 3) | | | Date | | | | de | | | | | | | | | 7. Nature | | |
| | | | Execu Date, | | | | | | | | | Following Reported Transaction(s) (Instr. 3 and 4) | | | | of Indirect Beneficial | | |
| | | | | | | , | | | | (| | | | | | | Ownership | |
| | | | | | | | | | | (A) or | | | | | | (I) (Instr. | (Instr. 4) | |
| | | | | | | | | Code | V | Amoun | t (D) | Price | ; | | | | 4) | |
| Class A Common Stock 8/4/2014 | | | | 4 | | S 3890 D \$13.20 100928 | | | | | D | | | | | | | |
| | | | | | | | | | | | | | | | | | I | I |
| <u> </u> | 1 | | | | | | | | | | | | ts, options, co | nve | | | 1 | 1 |
| Title of Derivate Security | | | | 3A. Deemed 4. Tr Execution (Inst | | | 5. Number of Derivative Securities | | | 6. Date Exercisable and Expiration Date 7. Title and Securities | | | e and Amount of ties Underlying | | | Number of derivative | 10. Ownership | Nature of Indirect |
| (Instr. 3) | or Exercise | | Date, if | | , | | Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | | | ive Security | | Security (Instr. 5) | Securities Beneficially Owned | Form of Derivative Security: | Beneficial Ownership (Instr. 4) |
| | Price of Derivative | | | | | | | | | | | (Instr. | 3 and 4) | anu 4) | | | | |
| | Security | | | | | | | | Dot | | Emminotion | | Amount or Numb | an af | 1 | Following Reported | Direct (D) or Indirect | |
| | | | | | | | | | Dat Exe | ercisable | Expiration Date | Title | Shares | ei 01 | | Transaction(s) | (I) (Instr. | |
| <u>i</u> | | | | (| Code | V | (A) | (D) | | | | ļl | | | | (Instr. 4) | 4) | |
| | | | | | | | | | | | | | | | | | | |
| Explanation of | Responses | : | | | | | | | | | | | | | | | | |
| Reporting Own | iers | | | | | | | | | | | | | | | | | |
| | | 1.1 | | | | | | | Re | elations | hips | | | | | | | |
| Reporting Owne | er Name / A | ddress | | | | _ | | | | | r~ | | | | | | | |

| Reporting Owner Name / Address | Relationships | | | | |
|--|---------------|-----------|------------------------|-------|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | |
| Luisi Michael J. C/O WORLD WRESTLING ENTERTAINMENT, INC. 1241 EAST MAIN STREET STAMFORD, CT 06902 | | | President, WWE Studios | | |

Signatures

| Michael J. Luisi | 8/5/201 | | |
|----------------------------------|---------|--|--|
| ** Signature of Reporting Person | Date | | |

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.