### WORLD WRESTLING ENTERTAINMENTING

### FORM 5

(Annual Statement of Changes in Beneficial Ownership)

### Filed 6/3/2002 For Period Ending 8/31/2001

Address 1241 E MAIN ST

STAMFORD, Connecticut 06902

Telephone 203-352-8600 CIK 0001091907

Industry Recreational Activities

Sector Services Fiscal Year 04/30



#### **OMB APPROVAL**

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## U.S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

### FORM 5

	ANNUAL STATI	EMENT OF CHANGES IN BENE	FICIAL OWNERSHIP						
	ection 16(a) of the Securities Execution 20(a) Public Utility Holding Compa		ne Investment Company Act of 1940						
[_] Check this box i [_] Form 3 Holding [_] Form 4 Transac	s Reported	16. Form 4 or form 5 obligations ma	y continue. See Instruction 1(b).						
1. Name and Addre	ss of Reporting Person*								
	Solomon	Michael	В.						
	(Last)	(First)							
	600 The Times Building								
	(Street)								
	Ardmore	PA	19003						
	(City)	(State)	(Zip)						
	Ticker or Trading Symbol  rld Wrestlin	g Federation E ("WWF")	Entertainment, In						
3. IRS Identification	n Number of Reporting Person,	, if an Entity (Voluntary)							
4. Statement for Mo	onth/Year								
_		8/01							
5. If Amendment, D	Date of Original (Month/Year)								
6. Relationship of R (Check all applicab	Reporting Person(s) to Issuer le)								
	[_] Oi	[X] Director [_] 10% Owner fficer (give title below) [_] Other (sp	ecify below)						

7. Individual or Joint/Group Filing (Check Applicable Line)

# TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)		(Instr. 3,	(D) 4 and (A)	5)	Fiscal Year	(I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock, \$.01 per share							(D)	
Class A. Common Stock, \$.01 per share						695,980	(I)	(1)
Class A Common Stock, \$.01 per share	8/30/01	Р	1,886,793	(A)	13.25 per share	1,886,793	(I)	(1)
				.=====			========	

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

PERSONS WHO ARE TO 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.

(Over)

SEC 2270 (3/99)

#### TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Secur-	3. Trans- action Date (Month/ Day/	4. Trans- action code (Instr.	or Disof(D) (Insti	ative ities red (A) sposed c. 3,			7. Title and of Underl Securitie (Instr. 3	lying es 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr.	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Year (Instr.	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr.	11. Nature of In- direct Bene- ficial Owner- ship (Instr.
(Instr. 3)	ity	Year)	8)	(A)	(D)	cisable		Title	Shares		4)	4)	4)

#### **Explanation of Responses:**

(1) The Reporting Person is the managing member of Gladwyne Catalyst GenPar, LLC, one of the managing members of Invemed Catalyst GenPar, LLC, a general partner of Invemed Catalyst Fund, L.P., the direct holder of the shares of Class A Common Stock reported on this row. As such, Mr. Solomon may be deemed to own the securities held by Invemed Catalyst Fund, L.P. The Reporting Person disclaims beneficial ownership of such securities in excess of his pecuniary interest therein and this report shall not be an admission that the Reporting Person is the beneficial owner of these securities in excess of such amount.

The Reporting Person may be deemed to be a member of a Section 13(d) group that owns more than 10% of the Issuer's outstanding Class A Common Stock. However, the Reporting Person disclaims such group membership, and this report shall not be deemed an admission that the Reporting Person is a member of a Section 13(d) group that own more than 10% of the Issuer's outstanding Class A Common Stock for Section 16 or for any other purpose.

/s/ Michael B. Solomon	June 3, 2002				
**Signature of Reporting Person Michael B. Solomon	Date				

\*\* 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 provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to 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.

Page 2