

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

WASHINGTON, D.C. 20549

FORM S-3/A

**POST-EFFECTIVE AMENDMENT NO. 1
TO
REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933**

WORLD WRESTLING ENTERTAINMENT, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE
(STATE OR OTHER JURISDICTION OF
INCORPORATION OR ORGANIZATION)

1241 EAST MAIN STREET
STAMFORD, CONNECTICUT 06902
(203) 352-8600

04-2693383
(I.R.S. EMPLOYER IDENTIFICATION NO.)

(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING
AREA CODE, OF REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

**EDWARD L. KAUFMAN
WORLD WRESTLING ENTERTAINMENT, INC.
1241 EAST MAIN STREET
STAMFORD, CONNECTICUT 06902
(203) 352-8600**

(NAME, ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA
CODE, OF AGENT FOR SERVICE)

**APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: Not
applicable.**

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

DEREGISTRATION OF CLASS A COMMON STOCK

The Registrant hereby deregisters 4,342,134 shares of Class A Common Stock, \$.01 par value per share ("Class A Common Stock"), previously registered pursuant to this Registration Statement. The shares of Class A Common Stock deregistered hereby were not sold by the holders thereof pursuant to the Registration Statement and were repurchased by the Registrant. As a result of this deregistration, no shares of Class A Common Stock remain registered for sale pursuant to this Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this post-effective amendment to registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Stamford, State of Connecticut, on June 27, 2003.

Dated: June 27, 2003

WORLD WRESTLING ENTERTAINMENT, INC.

By: /s/ Philip B. Livingston

*Philip B. Livingston
 Executive Vice President and Chief
 Financial Officer*

Pursuant to the requirements of the Securities Act of 1933, this post-effective amendment to registration statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
* ----- Vincent K. McMahon	Chairman of the Board of Directors	June 27, 2003
* ----- Linda E. McMahon	Chief Executive Officer and Director	June 27, 2003
/s/ Philip B. Livingston ----- Philip B. Livingston	Executive Vice President, Chief Financial Officer and Director	June 27, 2003
* ----- Joseph Perkins	Director	June 27, 2003
* ----- Lowell P. Weicker, Jr.	Director	June 27, 2003
* ----- David Kenin	Director	June 27, 2003
/s/ Michael B. Solomon ----- Michael B. Solomon	Director	June 27, 2003

* By: /s/ Edward L. Kaufman

 Name: Edward L. Kaufman
 Title: Attorney-in-fact