

[] 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

1. Name and Address of Reporting Person *				2. I	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ROTHSCHILD JAMES A					WORLD WRESTLING ENTERTAINMENTINC WWE							ľ	Director		10	% Owner	
(Last) (First) (Middle)				3. I	3. Date of Earliest Transaction (MM/DD/YYYY)							X_Officer (give title below) Other (specify below) SVP, N. American Sales					
C/O WORLD WRESTLING ENTERTAINMENT, INC.					7/20/2004												
<u> </u>	(Stre			4. I	If An	nendmen	t, Date C	Origin	al Fil	ed (MM/I	DD/YYY	Y) (6. Individual o	r Joint/G	roup Filing (Check Appl	icable Line)
1241 EAST MAIN STREET, CT 06902 (City) (State) (Zip)				902								X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table I -	Non-Der	ivati	ive Secur	ities Ac	quire	ed, Di	isposed	of, or I	Bene	eficially Owne	d			
1.Title of Security (Instr. 3)			Trans. Date			Trans. Co	ode 4. Securities or Disposed (Instr. 3, 4 ar		posed of ((D) F		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form:	7. Nature of Indirect Beneficial Ownership	
							Code	V	Amou	(A) o		;					(Instr. 4)
Class A Common Stock 7/20/2				7/20/2004	4 A 4000 A \$0 33845			D									
	Tabl	e II - Deri	vative Se	ecurities I	Bene	ficially C	Owned (e.g. ,	puts	, calls, v	varrant	ts, o	ptions, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date	3A. Deeme Execution Date, if an		Derivativ		Acquired oosed of	6. Date Exercisable and Expiration Date		7. Title and A Securities Un Derivative Se (Instr. 3 and 4		Underlying Derivative Security Security		9. Number of derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exerci	isable	Expiration Date	Title		Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Employee Stock Option (rights to buy)	\$12.90	7/20/2004		A		20000		<u>(</u>	<u>1)</u>	7/20/2009	Clas Comi Stoc	non	20000	<u>(2)</u>	20000	D	

Explanation of Responses:

- (1) Vests one-quarter on the first anniversary of the grant date and in 36 equal monthly installments thereafter.
- (2) N/A

Reporting Owners

Reporting Owner Name / Address		Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
ROTHSCHILD JAMES A								
C/O WORLD WRESTLING ENTERTAINMENT, INC.			SVP, N. American Sales					
1241 EAST MAIN STREET, CT 06902								

Signatures

James A. Rothschild 7/20/2004

** 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

