| FORM 4 |  |
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[] 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

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# 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 <sup>*</sup> | 2. Issuer Name and Ticker or Trading Symbol       | 5. Relationship of Reporting Person(s) to Issuer                                     |  |  |  |  |  |
|--|---|--|--|--|--|--|--|
| 1 0  |   | (Check all applicable)   |  |  |  |  |  |
| SERPE FRANK  | WORLD WRESTLING                                   |  |  |  |  |  |  |
|  | ENTERTAINMENTINC [ WWE ]                          | Director 10% Owner   |  |  |  |  |  |
| (Last) (First) (Middle)                              | 3. Date of Earliest Transaction (MM/DD/YYYY)      | X_Officer (give title below) Other (specify below)                                   |  |  |  |  |  |
|  |   | SVP, Finance & CAO   |  |  |  |  |  |
| C/O WORLD WRESTLING                                  | 12/21/2005  |  |  |  |  |  |  |
| ENTERTAINMENT, INC., 1241 EAST                       |   |  |  |  |  |  |  |
| MAIN STREET  |   |  |  |  |  |  |  |
| (Street)   | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line)                          |  |  |  |  |  |
| STAMFORD, CT 06902<br>(City) (State) (Zip)           |   | X Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |  |  |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 Tion Derivative Securities Acquired, Disposed of, or Denenciary Owned |                |   |                            |    |                                       |               |         |   |  |            |
|---|----------------|---|----------------------------|----|---------------------------------------|---------------|---------|---|--|------------|
| 1.Title of Security<br>(Instr. 3)   | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Co<br>(Instr. 8) | de | 4. Securit<br>or Dispos<br>(Instr. 3, |               |         | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D) | Beneficial |
|   |                |   | Code                       | v  | Amount                                | (A) or<br>(D) | Price   | or In<br>(I) (  |  | (Instr. 4) |
| Class A Common Stock  | 12/21/2005     |   | м                          |    | 2000                                  | А             | \$9.60  | 42206   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 200                                   | D             | \$14.50 | 40206   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 200                                   | D             | \$14.52 | 40006   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 600                                   | D             | \$14.53 | 39406   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 200                                   | D             | \$14.55 | 39206   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 200                                   | D             | \$14.57 | 39006   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 100                                   | D             | \$14.58 | 38906   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 400                                   | D             | \$14.59 | 38506   | D                                      |            |
| Class A Common Stock  | 12/21/2005     |   | s                          |    | 100                                   | D             | \$14.60 | 38406   | D                                      |            |

## Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

|  |   |                   |   |      |   |     |      |                     |                    | _  |                                  |                                      |                            |                                    |                                       |
|--|---|-------------------|---|------|---|-----|------|---------------------|--------------------|--|----------------------------------|--------------------------------------|----------------------------|------------------------------------|---------------------------------------|
| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | Code |   |     |      | 1                   |                    | Securities Underlying<br>Derivative Security |                                  | Derivative<br>Security<br>(Instr. 5) | Securities<br>Beneficially | Ownership<br>Form of<br>Derivative | Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |                   |   | Code | v | (A) | (D)  | Date<br>Exercisable | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |                                      | Transaction(s)             | or Indirect<br>(I) (Instr.<br>4)   |                                       |
| Employee Stock<br>Option (rights to<br>buy)    | \$9.60  | 12/21/2005        |   | м    |   |     | 2000 | <u>(1)</u>          | 6/13/2008          | Class A<br>Common<br>Stock                   | 2000                             | <u>(2)</u>                           | 18000                      | D                                  |                                       |

## **Explanation of Responses:**

(1) Options to purchase 5,000 shares vested on June 13, 2004, and 416 have become exercisable each successive month thereafter.

(2) N/A

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director      | 10% Owner | Officer | Other |  |  |  |
| SERPE FRANK                    |               |           |         |       |  |  |  |



## Signatures

| Frank Serpe                      | 12/21/2005 |
|----------------------------------|------------|
| ** 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.

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