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WORLD WRESTLING ENTERTAINMENTINC

Form 4 July 05, 2006

FORM 4

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

SECURITIES

OMB Number:

3235-0287

0.5

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires:

January 31, 2005 Estimated average

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obligations

may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SOLOMON MICHAEL B | | | 2. Issuer Name and Ticker or Trading Symbol WORLD WRESTLING ENTERTAINMENTINC [WWE] | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|---|------------------------------------|--------------------|--|-------------------------------------|---|--------------------|------------|--|--|---|
| (Last) 645 FIFTH A | (First) | (Middle) | 3. Date of (Month/Date 07/03/20 | • | ansaction | | | X Director Officer (gives below) | | 6 Owner er (specify |
| 0+3 1 11 11 1 | (Street) | | 4. If Amer | dment, Date Original h/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | |
| NEW YORK, NY 10022 | | | | | | | | Form filed by More than One Reporting Person | | |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | lly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction D (Month/Day/Yea | ar) Executi any | emed on Date, if /Day/Year) | Code (Instr. 8) | 4. SecurionAcquired Disposed (Instr. 3, | l (A) o l of (D |)) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Class A Common Share, \$.01 per share | 07/03/2006 | | | A | 1,164 | A | (1) | 9,050 | I | See Footnote |
| Class A Common Stock, \$.01 per share | | | | | | | | 2,582,773 | I | See Footnote (3) |
| Class A Common Stock, \$.01 per share | | | | | | | | 32,500 | D | |

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

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | isable and | 7. Titl | e and | 8. Price of | 9 |
|-------------|-------------|---------------------|--------------------|------------|-------------|---------------|----------------|---------|----------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration Da | ate | Amou | nt of | Derivative | J |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | , |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Secur | ities | (Instr. 5) |] |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | (|
| | Security | | | | Acquired | | | | | | J |
| | | | | | (A) or | | | | | |] |
| | | | | | Disposed | | | | | | - |
| | | | | | of (D) | | | | | | (|
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | m | or | | |
| | | | | | | Exercisable | ercisable Date | of | Number | | |
| | | | | ~ | | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| | Relationships |
|--------------------------------|---------------|
| Reporting Owner Name / Address | • |

Director 10% Owner Officer Other

SOLOMON MICHAEL B 645 FIFTH AVENUE X NEW YORK, NY 10022

Signatures

/s/ Michael B. 07/05/2006 Solomon

**Signature of Reporting Date

Person

Explanation of Responses:

- * 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).
- (1) The shares were received in lieu of director's fees.
- The Reporting Person is the managing member of Gladwyne Catalyst Services, LLC, 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 Gladwyne Catalyst Services, LLC. 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.
- (3) 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

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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.

Remarks:

The Reporting Person may be deemed to be a member of Section 13(d) group that owns more than 10% of the Issuer's outstanding shares of 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 owns more than 10% of the Issuer's outstanding shares of Class A Common Stock for Section 16 or for any other purposes.

Note: File three copies of this Form, one of which must be manually signed. If space 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 number.