WORLD WRESTLING ENTERTAINMENTINC
Form POS AM
June 27, 2003

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON JUNE 27, 2003
REGISTRATION NO. 333-49930

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	1241 EAST MAIN STREET	04-2
(STATE OR OTHER JURISDICTION OF	STAMFORD, CONNECTICUT 06902	(I.R.S. EMPLOYER I
INCORPORATION OR ORGANIZATION)	(203) 352-8600	

(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. [X]

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
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                                                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

                    *   Chairman of the Board of Directors

        Vincent K. McMahon

                    *   Chief Executive Officer and Director

        Linda E. McMahon

                                            Executive Vice President, Chief
/s/ Philip B. Livingston   Financial Officer and Director

Philip B. Livingston

                    *
--   Director

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        Joseph Perkins


                    *                           Director
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        Lowell P. Weicker, Jr.


                    *                           Director
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            David Kenin


/s/ Michael B. Solomon                          Director
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        Michael B. Solomon


* By:    /s/ Edward L. Kaufman
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Name:    Edward L. Kaufman
Title:   Attorney-in-fact
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