

MONSTER WORLDWIDE INC
Form 3
March 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
^ Trumbull Jonathan		(Month/Day/Year)	MONSTER WORLDWIDE INC [MNST]	
(Last)	(First)	(Middle)	03/22/2005	
C/O MONSTER WORLDWIDE, INC., ^ 622 THIRD AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK, ^ NY ^ 10017			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(State)			(give title below)	(specify below)
(Zip)			Gbl Cntrlr/Ch Acctng Officer	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$.001 par value per share	312	I	By 401(k) Plan

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Option to Purchase)	01/08/2005 ⁽¹⁾	01/08/2013	Common Stock, \$.001 par value per share	21,346	\$ 11.202	D Â
Employee Stock Option (Option to Purchase)	04/10/2004 ⁽²⁾	04/10/2013	Common Stock, \$.001 par value per share	20,000	\$ 11.79	D Â
Employee Stock Option (Option to Purchase)	02/09/2005 ⁽³⁾	02/09/2014	Common Stock, \$.001 par value per share	20,000	\$ 24.53	D Â
Employee Stock Option (Option to Purchase)	12/28/2005 ⁽⁴⁾	12/28/2014	Common Stock, \$.001 par value per share	20,000	\$ 33.64	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trumbull Jonathan C/O MONSTER WORLDWIDE, INC. 622 THIRD AVENUE NEW YORK, NY 10017	Â	Â	Â Glbl Cntrlr/Ch Acctng Officer	Â

Signatures

/s/ Jonathan Trumbull 03/29/2005

 Date
**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These options vested and became exercisable as to 5,336 shares on 01/08/2005 and will vest and become exercisable as to an additional 5,337 shares on 01/08/2006; an additional 5,336 shares on 01/08/2007; and an additional 5,337 shares on 01/08/2008.
- (2) These options vested and became exercisable as to 5,000 shares on 04/10/2004 and will vest and become exercisable as to an additional 5,000 shares on each of 04/10/2005, 04/10/2006 and 04/10/2007.
- (3)

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These options vested and became exercisable as to 5,000 shares on 02/09/2005 and will vest and become exercisable as to an additional 5,000 shares on each of 02/09/2006, 02/09/2007 and 02/09/2008.

- (4) These options will vest on 05/31/2005 and will become exercisable as to 5,000 shares on each of 12/28/2005, 12/28/2006, 12/28/2007 and 12/28/2008.

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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