

Baker Bradford J
Form 4
February 13, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Baker Bradford J

2. Issuer Name and Ticker or Trading Symbol
MONSTER WORLDWIDE INC
[MNST]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Glbl Chf Prdct & Mkting Offcr

C/O MONSTER WORLDWIDE, INC., 622 THIRD AVENUE, 39TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

NEW YORK, NY 10017

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock, \$0.01 par value per share	02/10/2006		M	6,375	A	\$ 24.53	11,375 ⁽¹⁾	D
Common Stock, \$0.01 par value per share	02/10/2006		S	1,000	D	\$ 47.0724	10,375 ⁽¹⁾	D

Edgar Filing: Baker Bradford J - Form 4

Common Stock, \$.001 par value per share	02/10/2006	S	250	D	\$ 47.0528	10,125 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	125	D	\$ 46.9986	10,000 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	750	D	\$ 47.0528	9,250 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	1,000	D	\$ 47.0416	8,250 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	1,000	D	\$ 47.0124	7,250 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	1,000	D	\$ 46.9998	6,250 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	250	D	\$ 46.9986	6,000 ⁽¹⁾	D	
Common Stock, \$.001 par value per share	02/10/2006	S	1,000	D	\$ 46.9944	5,000 ⁽¹⁾	D	
Common Stock, \$.001 par value per share						873	I	By 401(k) Plan

Edgar Filing: Baker Bradford J - Form 4

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.