Edgar Filing: Poulos Lise - Form 4

Poulos Lise											
Form 4											
February 27, 2	2013										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM							COMMISSION	ОМВ	PROVAL 3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	er STAT 5. 5. Filed p s Section 1	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								Expires: January 31, Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type R	esponses)										
1. Name and Ac Poulos Lise	2. Issuer Name and Ticker or Trading Symbol MONSTER WORLDWIDE, INC. [MWW]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) MONSTER INC., 622 TH	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2013					Director 10% Owner Officer (give title Other (specify below) below) below) EVP and Chief Admin. Officer					
				lf Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YORK	K, NY 10017								More than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transactio Code (Instr. 8)	4. Securi on(A) or Di (D)	ties A ispose	cquired d of	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	
Common Stock	02/25/2013			F	7,604 (1)	D	\$ 5.06	490,534	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Poulos Lise MONSTER WORLDWIDE, INC. 622 THIRD AVENUE NEW YORK, NY 10017			EVP and Chief Admin. Officer				
Signatures							

/s/ Lise Poulos 02/27/2013

<u>**</u>Signature of Reporting Person

Date

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) Represents shares of Common Stock withheld by the Issuer to satisfy taxes due in connection with the vesting of 17,500 shares of Restricted Stock.

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.