

Baker Bradford J  
 Form 4  
 February 13, 2006

**FORM 4**

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

OMB APPROVAL

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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)  
 Gbl Chf Prdct & Mktng 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$\$.001 par value per share	02/10/2006		M		6,375	A	\$ 24.53 11,375 <u>(1)</u> D
Common Stock, \$\$.001 par value per share	02/10/2006		S		1,000	D	\$ 47.0724 10,375 <u>(1)</u> D

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



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