

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person * <u>Steinberg Jonathan L</u>  (Last) (First) (Middle) C/O WISDOMTREE INVESTMENTS, INC. 245 PARK AVENUE, 35TH FLOOR  (Street) NEW YORK NY 10167  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WisdomTree Investments, Inc. [ WETF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Executive Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 03/09/2015	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/09/2015		M		437,500	A	\$0.7	6,122,470 <sup>(1)</sup>	D	
Common Stock	03/09/2015		S		262,500	D	\$20.5648 <sup>(2)</sup>	5,859,970 <sup>(1)</sup>	D	
Common Stock	03/10/2015		M		437,500	A	\$0.7	6,297,470 <sup>(1)</sup>	D	
Common Stock	03/10/2015		S		262,500	D	\$20.5984 <sup>(3)</sup>	6,034,970 <sup>(1)</sup>	D	
Common Stock								798	I	By Spouse

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$0.7	03/09/2015		M			437,500	(4)	01/25/2019	Common Stock	437,500	\$0.00	1,312,500	D	
Stock Option (right to buy)	\$0.7	03/10/2015		M			437,500	(4)	01/25/2019	Common Stock	437,500	\$0.00	875,000	D	

**Explanation of Responses:**

- Includes restricted stock awards which vest as to (i) 75,421 shares on January 22, 2016, (ii) 37,538 shares on January 28, 2016, (iii) 51,772 shares on each of January 14, 2016 and 2017, (iv) 37,539 shares on January 28, 2017 and (v) 37,550 shares on January 28, 2018.
- The price included in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$20.29 to \$20.882, inclusive. The reporting person undertakes to provide to WisdomTree Investments, Inc., any security holder of WisdomTree Investments, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) of this Form 4.
- The price included in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$20.175 to \$20.7883, inclusive. The reporting person undertakes to provide to WisdomTree Investments, Inc., any security holder of WisdomTree Investments, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) of this Form 4.
- Exercisable as to 437,500 shares on each of January 26, 2010, 2011, 2012 and 2013.

**Remarks:**

/s/ Marci Frankenthaler, Attorney-in-Fact 03/11/2015

\*\* Signature of Reporting Person Date

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

\* 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).

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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