

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>Ziemba Peter M</u>  (Last) (First) (Middle) <u>C/O WISDOMTREE INVESTMENTS, INC.</u> <u>245 PARK AVENUE, 35TH FLOOR</u>  (Street) <u>NEW YORK NY 10167</u>  (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) Director 10% Owner Officer (give title below) Other (specify below) X Chief Legal Officer
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2015</u>	
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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/07/2015		M		250,000	A	\$1.07	914,907 <sup>(1)</sup>	D	
Common Stock	05/07/2015		M		100,000	A	\$2.25	1,014,907 <sup>(1)</sup>	D	
Common Stock	05/07/2015		S		194,608	D	\$19.388 <sup>(2)</sup>	820,299 <sup>(1)</sup>	D	
Common Stock								15,300	I	By son

**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	Amount or Number of Shares
Stock Option (right to buy)	\$1.07	05/07/2015		M			250,000	(3)	04/22/2017	Common Stock	250,000	\$0.00	0	D		
Stock Option (right to buy)	\$2.25	05/07/2015		M			100,000		02/15/2012	01/27/2020	Common Stock	100,000	\$0.00	0	D	

**Explanation of Responses:**

- Includes restricted stock awards which vest as to (i) 10,055 shares on January 14, 2016, (ii) 14,166 shares on January 22, 2016, (iii) 37,500 shares on January 25, 2016, (iv) 14,067 shares on January 28, 2016, (v) 10,057 shares on January 14, 2017, (vi) 14,068 shares on January 28, 2017 and (vii) 14,072 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 \$19.07 to \$19.66, 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.
- Exercisable (at an exercise price of \$6.35 per share) as to 200,000 shares vesting on each of April 27, 2008, 2009, 2010 and 2011. Modified on January 26, 2009 to also become exercisable (at an exercise price of \$1.07 per share) as to 200,000 shares on each of January 27, 2010, 2011, 2012 and 2013.

**Remarks:**

/s/ Marci Frankenthaler, Attorney-in-Fact 05/08/2015

\*\* 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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