SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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

| 1. Name and Address of Reporting Person [*] Begleiter Steven L | | | | 2. Issuer Name and Ticker or Trading Symbol <u>WisdomTree Investments, Inc.</u> [WETF] | | | | | | | (Check | | onship of Reporting Person(s) to Issuer Il applicable) Director 10% Owner | | | | | |
|--|---------|----------------|------------|--|---|---|---|---|--------|-------------|---------------|---|---|------------|-------------------|---|------------|--|
| (Last) (Filst) (Middle) | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/24/2015 | | | | | | | | Director Officer (g below) | ive title | | Other (below) | - | | |
| 650 MADISON AVENUE 19TH FLOOR | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | | |
| (Street) NEW YORK NY 10022 | | | | | | | | | | | | Form file | d by More | than One | Reportir | ig Person | | |
| (City) | (State) | (Z | p) | | | | | | | | | | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| Date | | | | saction /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 | | | | nd 5) Securities Beneficially C Following Rep | | | | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | Code | v | Amount | | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common Stock 06/2 | | | | 4/2015 | | Α | | 3,485 | | Α | \$0.00 | 100,916(1) | | Γ | | | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | | | 5. Number of | 6. Date Exercisable and 7. Title and Amou | | | 8. Price of | 9. Number | r of 10 | | 11. Nature | | | | |

| 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) | Transaction Code (Instr. 8) | | Derivative | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | derivative Securities Beneficially Owned Following Reported | 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 | | Transaction(s) (Instr. 4) | | | |

Explanation of Responses:

1. Includes restricted stock awards which vest as to (i) 6,672 shares on June 27, 2015 and (ii) 3,485 shares on June 24, 2016.

Remarks:

/s/ Marci Frankenthaler, Attorneyin-Fact 06/25/2015

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.