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 Number: Estimated average burden hours per response:

OMB APPROVAL

3235-0287

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 [*] <u>Steinberg Jonathan L</u>					2. Issuer Name and Ticker or Trading Symbol <u>WisdomTree Investments, Inc.</u> [WETF]								(Cheo	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 01/25/2022								X	below)			Other (s below)	pecify	
C/O WISDOMTREE INVESTMENTS, INC. 230 PARK AVENUE, 3RD FLOOR WEST													_	Chief Executive Officer					
(Street) NEW YORK	1	10169 (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year) 01/27/2022								vidual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person						
(;)	(State		able I - Nor	Dori		(0 S)	ouritio		uirod I	Dier	acad of	f or Bonof		wheel					
1. Title of Security (Instr. 3) Date					Transaction		2A. Deeme Execution if any (Month/Da	ed Date,	Code (Inst		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a Amount (A) or		(A) or	5. Amount Securities Beneficiall Following Transactio (Instr. 3 an	y Owned or Ind Reported (Instruction n(s)			7. Nature of Indirect Beneficial Ownership (Instr. 4)	
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 Dat if any (Month/Day/Ye	Co	ansact ode (In		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable ar Expiration Date (Month/Day/Year)			7. Title and A Securities Ur Derivative Se 3 and 4)	derlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transact	e sally g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Co	ode	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount of Number of Shares		(Instr. 4)				
Performance Based Restricted Stock Units	\$0.00	01/25/2022			A		183,455		01/25/20	25	(1)	Common Stock	183,455	\$0.00	183,4	55	D		

Explanation of Responses:

1. The number of shares of Common Stock to be issued upon vesting of the PRSUs will range between 0% to 200% of the number of shares indicated above (the target share amount). This Amendment to Form 4 is being filed to update the target share amount to reflect the grant date fair market value of the PRSUs as determined by an independent valuation consultant.

Remarks:

/s/ Marci Frankenthaler, Attorney- 04/22/2022

in-Fact

** 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.