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

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 [*] Marinof Alexis	2. Issuer Name and Ticker or Trading Symbol WisdomTree, Inc. [WT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) C/O WISDOMTREE, INC.	 3. Date of Earliest Transaction (Month/Day/Year) 01/25/2023 	X Officer (give title Other (specify below) Head of Europe					
250 WEST 34TH STREET, 3RD FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	 Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 					
(Street) NEW YORK NY 10119	_	Form filed by More than One Reporting Person					
(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)	Transaction Code (Instr.		4. Securities Ac Disposed Of (D)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/25/2023	F		16,169(3)	D	\$0.0000	195,818(2)	D	
Common Stock	01/25/2023	Α		76,535(1)	Α	\$0.0000	211,987(2)	D	

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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)				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	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)		
Performance Based Restricted Stock Units	(4)	01/25/2023		A		25,511		(5)	(5)	Common Stock	25,511	\$0.0000	25,511	D	

Explanation of Responses:

1. Restricted stock awarded by Issuer on January 25, 2023 and vesting as to (i) 25,511 shares on each of January 25, 2024 and January 25, 2025 and (ii) 25,513 shares on January 25, 2026.

2. Includes restricted stock awards vesting as to (i) 57,189 shares on January 25, 2024, (ii) 41,533 shares on January 25, 2025 and (iii) 25,513 shares on January 25, 2026.

3. Surrender of common stock to Issuer upon vesting of restricted stock award to cover withholding taxes.

4. Each performance-based restricted stock unit represents the right to receive, on the vesting date, one share of common stock for each such unit that vests.

5. These performance-based restricted stock units ("PRSUs") are scheduled to vest on January 25, 2026. The target number of PRSUs is reported on this form. Between 0% and 200% of the target number of PRSUs may vest and the number of shares of the Issuer's common stock ("Common Stock") to be issued will be determined based on the total shareholder return ("TSR") of the Common Stock relative to the respective TSRs of the stocks of a peer group of companies, each measured over a 3-year period from the grant date. If the Reporting Person's employment is terminated under certain circumstances or a change of control occurs prior to the 3rd anniversary of the grant date, all or a portion of the PRSUs will vest and the number of Shares of Common Stock to be issued will be determined at such time based on the respective TSRs of the Common Stock and the stocks of the peer group, each measured from the grant date to the accelerated vesting date.

/s/ Marci Frankenthaler,	Attorney-	01/27/2022
in-Fact		01/2//2023

Date

** Signature of Reporting Person

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.

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