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
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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 [*] STEINHARDT MICHAEL H					2. Issuer Name and Ticker or Trading Symbol WisdomTree Investments, Inc. [WETF]								(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner				
(Last)	. , . , . ,					3. Date of Earliest Transaction (Month/Day/Year) 02/21/2014								Officer (g below)	jive title		Other below)	(specify
712 FIFTH AVENUE 34TH 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 10019													Form file	d by Mor	e than O	ne Reporti	ng Person	
(City)	(State)	(Zi	p)															
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) Date (Month/				saction /Day/Year)	Exec if any	2A. Deemed Execution Date, if any (Month/Day/Year)				. Securities Acquired (A) or isposed Of (D) (Instr. 3, 4 and			d 5) 5. Amount of Securities Beneficially Following R Transaction		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	(Instr. 3 and				(1130.4)
Common Stock 02				02/2	21/2014			G		500,000	(1)	D	\$0.00	18,479,910			D	
Common Stock													500,000 ⁽²⁾			I	By The Judy and Michael Steinhardt Foundation	
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)	rivative Conversion Date Execution Date, T curity (Instr. 3) or Exercise (Month/Day/Year) if any C		4. Transactio Code (Ins 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount Securities Underlyin Derivative Security (Instr. 3 and 4)		derlying curity	8. Price of 9. Nun Derivative deriva Security Securi (Instr. 5) Benefi Ownee Follow Repor Transa (Instr.		ve es ially ng d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		

Explanation of Responses:

1. Transfer by gift to The Judy and Michael Steinhardt Foundation

2. The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(D)

Date

Exercisable

Expiration

Title

Date

/s/ Peter M. Ziemba, Attorney-in-	02/25/2014
Fact	02/23/2014

** Signature of Reporting Person

or

Number

of Shares

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).

Code V (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.