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 <sup>*</sup> Muni Amit				Name <b>and</b> Ticker on mTree Invest	• •		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O WISDOMTR	(First) EE INVESTMENTS	(Middle) S, INC.	3. Date o 01/27/2	f Earliest Transaction 015	on (Month/Day/	Year)	x	Officer (give title below)	Other ( below)	specify		
245 PARK AVENUE, 35TH FLOOR				ndment, Date of Or	iginal Filed (Mc	nth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street)								Form filed by More		ng Person		
NEW YORK	NY	10167						,		0		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Tran				2A. Deemed	3.	4. Securities Acquired (A) or		5. Amount of	6. Ownership	7. Nature of		

### Date (Month/Day/Year) Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and 5) Securities Form: Direct (D) Indirect if any (Month/Day/Year) or Indirect (I) (Instr. 4) Beneficial Beneficially Owned Code (Instr. Following Reported 8) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) Code v Price Amount 01/27/2015 12,893(1) 484,769(2) Common Stock F D \$0.00 D

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, warrants, oprioris, 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. 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)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	(I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		

### Explanation of Responses:

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

2. Includes restricted stock awards which vest as to (i) 9,011 shares on January 22, 2016, (ii) 37,500 shares on January 25, 2016, (iii) 14,336 shares on January 14, 2016 and (iv) 14,338 shares on January 14, 2017.

/s/ Marci Frankenthaler, Attorney- 01/28/2015

in-Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\star}$  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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