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				Name <b>and</b> Ticker mTree Inves	0,			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Muni Amit (Last)	(First)	(Middle)		f Earliest Transact	· · · ·			Director Officer (give title below)	10% C Other below)	(specify			
C/O WISDOM	TREE INVEST	MENTS, INC.						Chief Fina	ncial Officer				
245 PARK AVENUE, 35TH FLOOR			4. If Ame	ndment, Date of O	riginal Filed (Mo	onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Ohre et)							X	Form filed by One I	Reporting Person				
(Street)	2177	101/5						Form filed by More	than One Reporti	ng Person			
NEW YORK	NY	10167											
(City)	(State)	(Zip)											
		Table I - Non	-Derivative S	ecurities Acc	uired, Disp	osed of, or Benefic	ially Ow	ned					
										7			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac Code (Ir 8)		4. Securities Ad Disposed Of (D		, .	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	01/14/2016		F		5,724(1)	D	\$0.00	521,252(2)	D		

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

10	. 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 (Ir 8)				6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	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		(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) 14,067 shares on January 28, 2016, (iv) 14,338 shares on January 14, 2017, (v) 14,068 shares on January 28, 2017 and (vi) 14,072 shares on January 28, 2018.

#### Remarks:

/s/ Marci Frankenthaler, Attorney- 01/15/2016

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.

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