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> Steinberg Jonathan L					2. Issuer Name and Ticker or Trading Symbol WisdomTree Investments, Inc. [WETF]								5. Relationship of Reporting Person(s) to Iss (Check all applicable) X Director 109					
(Last) (First) (Middle) C/O WISDOMTREE INVESTMENTS, INC.				3. Date of Earliest Transaction (Month/Day/Year) 01/25/2018								Director Officer (g below) Cl		10% Owner Other (specify below) utive Officer				
245 PARK AVENUE, 35TH FLOOR				[	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) NEW YORK NY 10167														d by More t	•	0	ng Person	
(City)	(State)	) (Z	Zip)															
		Т	able I - Noi	n-Deriv	vative S	ecurities Acq	uired,	Disp	osed of,	or E	Benefi	cially Ow	ned					
Date					action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an				5. Amount Securities Beneficiall Following	y Owned Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) or (D) Price		<ul> <li>Transaction(s) (Instr. 3 and 4)</li> </ul>		(1		(Instr. 4)		
Common Stock 01/2				01/25	5/2018		A		114,660	1)	Α	\$0.00	7,474,350(2)			D		
Common Stock													798			Ι	By Spouse	
						curities Acqui ls, warrants, o							ed					
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Number of	6. Date	6. Date Exercisable and 7. Title and Amou			mount of	8. Price of	9. Number	r of	10.	11. Nature		

	 3. Transaction Date (Month/Day/Year)	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)		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	Direct (D)	Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			

## Explanation of Responses:

1. Restricted stock awarded by Issuer on January 25, 2018 and vesting as to 38,220 shares on each of January 25, 2019, 2020 and 2021.

2. Includes restricted stock awards which vest as to (i) 38,220 shares on each of January 25, 2019, 2020 and 2021 and (ii) 147,290 shares on January 27, 2019.

Remarks:

## <u>/s/ Marci Frankenthaler, Attorney-</u> 01/29/2018 in-Fact

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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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OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5