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 Edmiston Bryan				Name and Ticker mTree Inves	0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O WISDOMTREE INVESTMENTS, INC.		3. Date o 01/25/2	of Earliest Transacti 019	ion (Month/Day/	Year)	x	Director Officer (give title below) Chief Acco	10% Owner Other (specify below) anting Officer				
245 PARK AVENUE, 35TH FLOOR				ndment, Date of O	riginal Filed (Mo	nth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW YORK	NY	10167					X	Form filed by One		ng Person		
(City)	(State)	(Zip)										
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) 2. Tran			2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) of	r	5. Amount of	6. Ownership	7. Nature of		

. The of Security (Instr. 3)	Date (Month/Day/Year)	Execution Date,	Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(1130.4)
Common Stock	01/25/2019		Α		15,109(1)	A	\$0.00	39 ,167 ⁽²⁾	D	
Common Stock	01/25/2019		F		1,681(3)	D	\$0.00	37,486 ⁽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. Transaction Code (Instr. 8)		Derivative		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)	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, 2019 and vesting as to (i) 5,036 shares on each of January 25, 2020 and 2021 and (ii) 5,037 shares on January 25, 2022.

2. Includes restricted stock awards vesting as to (i) 4,965 shares on September 6, 2019, (ii) 9,312 shares on January 25, 2020, (iii) 8,912 shares on January 25, 2021 and (iv) 5,037 shares on January 25, 2022.

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

Remarks:

/s/ Marci Frankenthaler, Attorneyin-Fact 01/29/2019

** 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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