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 [*] Lilien R Jarrett				Name and Ticker mTree Inves	0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) (First) (Middle) C/O WISDOMTREE INVESTMENTS, INC.			3. Date of 12/11/2	f Earliest Transacti 019	ion (Month/Day/	Year)	x	Officer (give title below)		(specify			
245 PARK AVENUE, 35TH FLOOR				4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW YORK	NY	10167					X	Form filed by One Form filed by More					
(City)	(State)	(Zip)											
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Tra			2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) of	r	5. Amount of	6. Ownership	7. Nature of			

1. Little of Security (instr. 3)	Date (Month/Day/Year)	Execution Date, Transact			Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)
Common Stock	12/11/2019		F		31,850(1)	D	\$0.00	469,480(2)	D	

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

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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. Transac Code (Ir 8)		5. Num Derivat Securit Acquin or Disp (D) (Ins and 5)	ive ies ed (A) osed of	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and A Securities Un Derivative Se (Instr. 3 and 4	nderlying ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (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) 30,861 shares on January 25, 2020, (ii) 83,334 shares on December 11, 2020, (iii) 30,862 shares on January 25, 2021 and (iv) 29,907 shares on January 25, 2022. Remarks:

/s/ Marci Frankenthaler, Attorney- 12/13/2019

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