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

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

1. Name and Address of Reporting Person <sup>*</sup> Peck William Bradley				Name <b>and</b> Ticker o mTree Invest	0,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O WISDOMTH	(First) REE INVESTMENT	(Middle)	3. Date o 01/25/20	f Earliest Transaction 022	on (Month/Day/	Year)	X	Officer (give title Other below) below Head of Digital Assets		(specify )		
C/O WISDOMTREE INVESTMENTS, INC. 230 PARK AVENUE, 3RD FLOOR WEST (Street) NEW YORK NY 10169 (City) (State) (Zip)		4. If Ame	ndment, Date of Or	iginal Filed (Mc	nth/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>						
		Table I - No	n-Derivative S	ecurities Acq	uired, Disp	osed of, or Beneficia	lly Ow	ned				
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a		5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial		

(Month/Day/Year)			istr.				Following Reported		Ownership (Instr. 4)
		Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(insu: 4)
01/25/2022		Α		43,193 <sup>(1)</sup>	Α	\$0.00	98,877 <sup>(2)</sup>	D	
01/25/2022		F		7,312(3)	D	\$0.00	91,565 <sup>(2)</sup>	D	
	01/25/2022	01/25/2022	(Month/Day/Year) 8) Code 01/25/2022 A	(Month/Day/Year)         8)           Code         V           01/25/2022         A	(Month/Day/Year)         8)         Kode         V         Amount           01/25/2022         A         A         43,193 <sup>(1)</sup>	(Month/Day/Year)         8)         K           01/25/2022         A         V         Amount         (A) or (D)           01/25/2022         A         V         43,193 <sup>(1)</sup> A	(Month/Day/Year)         8)         (Amount)         (A) or (D)         Price           01/25/2022         A         A         43,193 <sup>(1)</sup> A         \$0.00	(Month/Day/Year)         8)         Following Reported Transaction(s)           01/25/2022         A         A         43,193 <sup>(1)</sup> A         \$0.00         98,877 <sup>(2)</sup>	(Month/Day/Year)         8)         Following Reported Transaction(s) (Instr. 4)           01/25/2022         A         A         43,193 <sup>(1)</sup> A         \$0.00         98,877 <sup>(2)</sup> 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. Transac Code (In 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)	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)		
Performance Based Restricted Stock Units	\$0.00	01/25/2022		A		14,398		01/25/2025	(4)(5)	Common Stock	14,398	\$0.00	14,398	D	

## Explanation of Responses:

1. Restricted stock awarded by Issuer on January 25, 2022 and vesting as to (i) 14,397 shares on each of January 25, 2023 and 2024 and (ii) 14,399 shares on January 25, 2025.

2. Includes restricted stock awards vesting as to (i) 14,397 shares on each of January 25, 2023 and 2024 and (ii) 14,399 shares on January 25, 2025.

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

4. On the third anniversary of the grant date, the Performance-Based Restricted Stock Units ("PRSUs") will vest and the number of shares of the Issuer's common stock ("Common Stock") to be issued pursuant to the PRSUs will be determined based on the total shareholder return ("TSR") of the Common Stock relative to the respective TSRs of the stocks of a peer group of companies, each measured over a three-year period from the date of grant of the PRSUs. The number of shares of Common Stock to be issued upon vesting of the PRSUs will range between 0% to 200% of the number of shares indicated above (the target share amount).

5. (Continuation of Footnote 4) - If the Reporting Person's employment is terminated under certain circumstances or a change of control occurs prior to the third anniversary of the grant date, all or a portion of the PRSUs will vest and the number of shares of Common Stock to be issued pursuant to the PRSUs will be determined at such time, based on the respective TSRs of the Common Stock and the stocks of the peer group, each measured from the grant date to the accelerated vesting date. PRSUs have no voting rights and are generally non-transferable.

## Remarks:

/s/ Marci Frankenthaler, Attorneyin-Fact 01/27/2022

\*\* 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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