Steinberg Jonathan L Form 4 February 04, 2019

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

WisdomTree Investments, Inc.

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Instr. 3)

C/O WISDOMTREE

(Print or Type Responses)

1. Name and Address of Reporting Person * Steinberg Jonathan L

(First)

(Middle)

(Zip)

02/04/2019 **INVESTMENTS, INC., 245 PARK**

AVENUE, 35TH FLOOR (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

Symbol

[WETF]

(Month/Day/Year)

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10167

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year)

02/04/2019

(State)

Execution Date, if

3. Code (Month/Day/Year) (Instr. 8)

P

4. Securities Acquired (A) 5. Amount of Transactionr Disposed of (D) (Instr. 3, 4 and 5)

85,000

Securities Beneficially Owned Following Reported

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Ownership Form: Direct (D) or Indirect Transaction(s) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

or (Instr. 3 and 4) (D) Price Code V Amount \$

(A)

 $7,850,107 \stackrel{(2)}{=} D$ Α 5.9808 (1)

Common Stock

Common

Stock

798

I

By Spouse

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

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	Expiration Date		nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities Acquired		(Instr. 3 and 4)			Owne	
	Security							Follo			
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration Date	or Title Number			
						Exercisable					
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Steinberg Jonathan L C/O WISDOMTREE INVESTMENTS, INC. 245 PARK AVENUE, 35TH FLOOR NEW YORK, NY 10167	X		Chief Executive Officer				

Signatures

/s/ Marci Frankenthaler,
Attorney-in-Fact
02/04/2019

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- The price included in Column 4 is an average weighted price. These shares were purchased in multiple transactions at prices ranging from \$5.98 to \$6.0499, inclusive. The reporting person undertakes to provide to WisdomTree Investments, Inc., any security holder of
- WisdomTree Investments, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (1) of this Form 4.
- (2) Includes restricted stock awards which vest as to (i) 187,752 shares on each of January 25, 2020 and 2021 and (ii) 149,534 shares on January 25, 2022.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to 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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