Ziemba Peter M Form 4 August 16, 2012

FORM 4

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

SECURITIES

30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box if no longer subject to Section 16. Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading Ziemba Peter M Symbol

WisdomTree Investments, Inc.

[WETF]

(Last) (First) (Middle) 3. Date of Earliest Transaction

C/O WISDOMTREE **INVESTMENTS, INC., 380** MADISON AVENUE, 21ST

FLOOR

Stock

(Street)

(Month/Day/Year)

08/16/2012

4. If Amendment, Date Original

Filed(Month/Day/Year)

Form filed by More than One Reporting

 $4,500^{(2)}$

Applicable Line)

Issuer

below)

Director

X_ Officer (give title

NEW YORK, NY 10017

(City)	(State)	Zip) Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	08/16/2012		S	10,000	D	6.61 (4)	628,242 (3)	D	
Common Stock							9,600 (1)	I	By Son
Common							4 500 (2)	ĭ	Ву

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

Daughter

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chief Legal Officer

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person

10% Owner

Other (specify

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SEC 1474 (9-02)

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. Titl	le and	8. Price of	9
	Derivative	Conversion or Exercise	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of		Derivative	J
	Security			any	Code	of	(Month/Day/Year)		Underlying	Security (Instr. 5)	,	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securities]	
		Derivative				Securities		(Ins	(Instr.	nstr. 3 and 4)		(
Securit		Security				Acquired	Acquired				J	
						(A) or						J
						Disposed						7
						of (D)						(
						(Instr. 3,						
						4, and 5)						
										Amount		
										or		
							Date	Expiration		Number		
							Exercisable	Date	Titic	of		
					Code V	(A) (D)				Shares		
					Code V	(II)				Dilaics		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Ziemba Peter M C/O WISDOMTREE INVESTMENTS, INC. 380 MADISON AVENUE, 21ST FLOOR NEW YORK, NY 10017

Chief Legal Officer

Signatures

/s/ Peter M. 08/16/2012 Ziemba

**Signature of Date Reporting Person

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 reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the benificial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) See Note 1.
- Includes (i) restricted stock award which vests as to 37,500 shares on each of January 25, 2013, 2014, 2015 and 2016, (ii) restricted stock (3) award which vests as to 6,351 shares on January 25, 2013, and (iii) restricted stock award which vest as to 25,000 shares on each of January 27, 2013, 2014 and 2015.

(4)

Reporting Owners 2

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The price included in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$6.60 to \$6.62, 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 sold at each separate price within the range set forth in footnote (4)to this Form 4.

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.