Siracusano Luciano III Form 4 May 08, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

0.5

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Check this box

SECURITIES

Form 5 obligations may continue. See Instruction 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).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Siracusano Luciano III Issuer Symbol WisdomTree Investments, Inc. (Check all applicable) [WETF] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X\_ Officer (give title (Month/Day/Year) below) 380 MADISON AVENUE, 21ST 05/06/2013 Chief Investment Strategist **FLOOR** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10017 Person

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative :	Securi	ities Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/06/2013		M	60,000	A	\$ 0.03	374,503 <u>(3)</u>	D	
Common Stock	05/06/2013		M	30,000	A	\$ 0.16	404,503 (3)	D	
Common Stock	05/06/2013		S	90,000	D	\$ 11.99 (4)	314,503 (3)	D	

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

Persons who respond to the collection of information contained in this form are not (9-02)

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# 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock option (right to buy)	\$ 0.03	05/06/2013		M	60,000	<u>(1)</u>	03/16/2014	Common Stock	60,000	
Stock option (right to buy)	\$ 0.16	05/06/2013		M	30,000	(2)	11/09/2013	Common Stock	30,000	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Siracusano Luciano III 380 MADISON AVENUE 21ST FLOOR NEW YORK, NY 10017

Chief Investment Strategist

### **Signatures**

/s/ Peter M. Ziemba, Attorney-in-Fact 05/08/2013

\*\*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).
- Exercisable as to 75,000 shares on each of March 17, 2005, 2006, 2007, 2008 and 2009 and exercisable as to an additional 375,000 shares on September 7, 2011.
- (2) Exercisable as to 67,390 shares on November 10, 2005 and 2007 and exercisable as to an additional 67,391 shares on each of November 10, 2006, 2008 and 2009.

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- (3) Includes (i) restricted stock award which vests as to 42,145 shares on January 22, 2014 and as to 21,073 shares on each of January 22, 2015 and 2016, and (ii) restricted stock award which vests as to 75,000 shares on January 25, 2014.
- The price included in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$11.82 to \$12.15, 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.