

Siracusano Luciano III
 Form 4
 May 08, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Siracusano Luciano III

2. Issuer Name and Ticker or Trading Symbol
 WisdomTree Investments, Inc.
 [WETF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 380 MADISON AVENUE, 21ST FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 05/06/2013

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Investment Strategist

(Street)
 NEW YORK, NY 10017

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

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D)	Price		
Common Stock	05/06/2013		M	60,000	A \$ 0.03	374,503 ⁽³⁾	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	314,503 ⁽³⁾	D

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

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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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. 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	<u>(2)</u> 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).

(1) 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

- (4) \$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.

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