

Ziembra Peter M  
Form 4  
January 02, 2018

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
Ziembra Peter M

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)

3. Date of Earliest Transaction (Month/Day/Year)  
12/14/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Administrative Officer

C/O WISDOMTREE INVESTMENTS, INC., 245 PARK AVENUE, 35TH FLOOR

(Street)

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

NEW YORK, NY 10167

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price (1)			
Common Stock	12/14/2017		G	V 2,650 D \$ 0 (1)	861,454 (2)	D	
Common Stock	12/29/2017		F	1,984 (3) D \$ 0	859,470 (4)	D	
Common Stock	12/29/2017		F	15,459 (3) D \$ 0	844,011 (4)	D	
Common Stock	12/29/2017		F	6,565 (3) D \$ 0	837,446 (4)	D	

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

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(9-02)

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V	(A) (D)	Title	Amount or Number of Shares	

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Ziemba Peter M  
C/O WISDOMTREE INVESTMENTS, INC.  
245 PARK AVENUE, 35TH FLOOR  
NEW YORK, NY 10167

Director    10% Owner    Officer    Other

Chief Administrative Officer

## Signatures

/s/ Marci Frankenthaler,  
Attorney-in-Fact                                      01/02/2018  
\_\_\_\_\_  
\*\*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) Shares transferred by the Reporting Person as a bona fide gift without consideration.
- (2) Includes restricted stock awards which vest as to (i) 14,072 shares on January 28, 2018, (ii) 29,976 shares on January 27, 2018, (iii) 29,977 shares on January 27, 2019, (iv) 3,847 shares on each of January 25, 2018 and 2019 and (v) 3,848 shares on January 25, 2020.
- (3) Surrender of common stock to Issuer to cover withholding taxes upon accelerated vesting of restricted stock award originally scheduled to vest in January 2018.
- (4) Includes restricted stock awards which vest as to (i) 29,977 shares on January 27, 2019, (ii) 3,847 shares on January 25, 2019 and (iii) 3,848 shares on January 25, 2020.

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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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