

Lavine Bruce I
Form 4
June 01, 2012

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 *
Lavine Bruce I

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/30/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | | | | | 734,746 ⁽²⁾ | D | |
| Common Stock | 05/30/2012 | | S | | \$ 62,096 6.46 ⁽³⁾ | D | |
| Common Stock | | | | | 733,102 ⁽²⁾ | D | |
| Common Stock | 05/31/2012 | | S | | \$ 65,000 6.52 ⁽⁴⁾ | D | |

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Common Stock 06/01/2012 S 12,343 D \$ 6.57 655,759 ⁽²⁾ D ₍₅₎

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 0.7 | 05/30/2012 | | M | 65,000 | ⁽¹⁾ 01/25/2019 | Common Stock | 65,000 |
| Stock Option (right to buy) | \$ 0.7 | 05/31/2012 | | M | 60,452 | ⁽¹⁾ 01/25/2019 | Common Stock | 60,452 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lavine Bruce I 380 MADISON AVENUE 21ST FLOOR NEW YORK, NY 10017 | X | | Chief Operating Officer | |

Signatures

/s/ Peter M. Ziembra,
Attorney-in-Fact 06/01/2012

 **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 150,000 shares on each of January 26, 2011, 2012, 2013 and July 31, 2015.

(2) Includes (i) restricted stock vesting as to 10,797 shares on January 25, 2013, and (ii) restricted stock award vesting as to 150,000 shares on each of July 31, 2013 and 2014.

The price included in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$6.45 to \$6.48, 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 footnotes (3), (4) and (5) to this Form 4.

(3) The price in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$6.49 to \$6.53, inclusive.

(4) The price in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$6.55 to \$6.60, inclusive.

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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