

WisdomTree Investments, Inc.
 Form 4
 January 29, 2016

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 *
BARTON GREGORY E

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

(Last) (First) (Middle)
**C/O WISDOMTREE
 INVESTMENTS, INC., 245 PARK
 AVENUE, 35TH FLOOR**
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
01/27/2016

NEW YORK, NY 10167
 (City) (State) (Zip)

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

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)
				(A) or (D)	Price		
Common Stock	01/27/2016		A	106,890 ⁽¹⁾	\$ 0	296,924 ⁽²⁾	D
Common Stock	01/28/2016		F	5,783 ⁽³⁾	\$ 0	291,141 ⁽⁴⁾	D

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

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 (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)	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 Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARTON GREGORY E C/O WISDOMTREE INVESTMENTS, INC. 245 PARK AVENUE, 35TH FLOOR NEW YORK, NY 10167			Chief Operating Officer	

Signatures

/s/ Marci Frankenthaler,
Attorney-in-Fact

01/29/2016

__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) Restricted stock awarded by Issuer on January 27, 2016 and vesting as to 35,630 shares on each of January 27, 2017, 2018 and 2019.

Includes restricted stock awards vesting as to (i) 50,000 shares on October 8, 2016, (ii) 15,641 shares on each of January 28, 2016 and 2017, (iii) 17,941 shares on January 14, 2017, (iv) 15,646 shares on January 28, 2018 and (v) 35,630 shares on each of January 27, 2017, 2018 and 2019.

(3) Surrender of common stock to Issuer upon vesting of restricted stock award to cover withholding taxes.

(4) Includes restricted stock awards vesting as to (i) 50,000 shares on October 8, 2016, (ii) 15,641 shares on January 28, 2017, (iii) 17,941 shares on January 14, 2017, (iv) 15,646 shares on January 28, 2018 and (v) 35,630 shares on each of January 27, 2017, 2018 and 2019.

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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