

WisdomTree Investments, Inc.
 Form 4/A
 May 05, 2014

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 *
SALERNO FRANK

(Last) (First) (Middle)

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

(Street)

NEW YORK, NY 10167

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/15/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | Code V | Amount | Price | |
| Common Stock | 02/14/2013 | | | M | 100,000 | \$ 2.03 | D |
| Common Stock | 02/14/2013 | | | S | 55,000 | \$ 8.96 | D |
| Common Stock | 02/15/2013 | | | S | 45,000 | \$ 9.01 | D |
| Common | | | | | | 17,321 | I |

Stock

Hillcrest
Financial,
LLC

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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|------------------------------------|-----------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| | | | | | Acquired (A) | Disposed of (D) | | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 2.03 | 02/14/2013 | | M | V | (A) 100,000 | (D) | (1) 07/21/2015 | Common Stock 100,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SALERNO FRANK
C/O WISDOMTREE INVESTMENTS, INC.
245 PARK AVENUE, 35TH FLOOR
NEW YORK, NY 10167

X

Signatures

/s/ Peter M. Ziemba, Attorney
in Fact

05/05/2014

__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 July 22, 2006, 2007 and 2008.

(2) Includes 27,137 shares of restricted stock vesting as to 13,568 shares on July 27, 2013 and as to 13,569 shares on July 27, 2014.

(3)

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The price included in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$8.88 to \$9.07, 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) and (4) to this Form 4.

- (4) The price included in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$8.95 to \$9.16, 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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