

Lavine Bruce I
Form 4
May 23, 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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/21/2012

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)		
				Code	V	Amount	(A) or (D)	Price	
Common Stock	05/21/2012		S		56,363	D	\$ 7.09	738,533 ⁽³⁾ <u>(1)</u>	D
Common Stock	05/22/2012		S		130,883	D	\$ 7.03	607,650 ⁽³⁾ <u>(2)</u>	D
Common Stock	05/23/2012		M		54,548	D	\$ 0.7	662,198 ⁽³⁾	D
Common Stock	05/23/2012		S		25,000	D	\$ 6.9	637,198 ⁽³⁾ <u>(5)</u>	D

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- (3) Includes (i) restricted stock award vesting as to 10,797 shares on January 25, 2013, and (ii) restricted stock award vesting as to 150,000 shares on each of February 16, 2013 and 2014.
- (4) Exercisable as to 150,000 shares on each of February 16, 2011, 2012, 2013 and 2014.
- (5) The price in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$6.80 to \$6.92, 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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