WisdomTree Investments, Inc.

Form 3/A April 05, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Steinberg Jonathan L

380 MADISON

1. Title of Security

(Instr. 4)

AVENUE, Â 21ST FLOOR

(Last) (First) (Middle)

(Street)

Statement

(Month/Day/Year)

07/25/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol WisdomTree Investments, Inc. [WETF]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year) 07/22/2011

(Check all applicable)

10% Owner _X_ Director _X__ Officer Other

(give title below) (specify below) Chief Executive Officer

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

NEW YORK, NYÂ 10017

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Â

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock 3,906,469 (1)

SEC 1473 (7-02)

D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of

information contained in this form are not

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of

Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Title

Derivative Direct (D) Security

1

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Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Steinberg Jonathan L

380 MADISON AVENUE 21ST FLOOR Â X

NEW YORK, NYÂ 10017

Signatures

/s/ Peter M. Ziemba, Attorney-in-Fact 04/05/2012

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) This report is being amended to increase by 178,252 the number of shares directly owned by reporting person that inadvertently was not previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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