

Edgar Filing: WisdomTree Trust - Form 8-A12B/A

WisdomTree Trust
Form 8-A12B/A
February 22, 2007

Form 8-A

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

WisdomTree Trust

(Exact name of the fund as specified in its Trust Instrument)

Delaware

See Next Page

(State of incorporation or organization) (I.R.S. Employer Identification No.)

48 Wall Street, 11th Floor, New York, NY

(Address of principal executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered

Name of each exchange on which
each class is to be registered

Shares of beneficial interest,
\$0.001 par value per share

American Stock Exchange

If this form relates to the registration of a class of securities
pursuant to Section 12(b) of the Exchange Act and is effective pursuant to
General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities
pursuant to Section 12(g) of the Exchange Act and is effective pursuant to
General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form
relates: 333-132380

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1: Description of Registrant's Securities to be Registered.

A description of the shares of beneficial interest, \$0.001 par value,

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of WisdomTree Trust (the "Trust") to be registered hereunder is set forth in the Trust's Registration Statement on Form N-1A (Commission File Nos. 333-132380; 811-21864), which description is incorporated herein by reference.

The Trust currently consists of thirty six separate series. The series that are registering securities, and their respective I.R.S. Employer Identification Numbers, are as follows:

| | |
|-----------------------------------|------------|
| WisdomTree Total Earnings Fund | 74-3201190 |
| WisdomTree Earnings 500 Fund | 74-3201195 |
| WisdomTree MidCap Earnings Fund | 74-3201194 |
| WisdomTree SmallCap Earnings Fund | 74-3201196 |
| WisdomTree Earnings Top 100 Fund | 74-3201191 |
| WisdomTree Low P/E Fund | 74-3201187 |

Item 2: Exhibits.

1. The Trust's Trust Instrument is included as Exhibit (a)(1) to Post Effective Amendment No. 1 to the Trust's Registration Statement on Form N-1A (File Nos. 333-132380; 811-21864), as filed with the Securities and Exchange Commission on July 26, 2006.

2. The Trust's By-Laws are included as Exhibit (b) to the Trust's initial Registration Statement on Form N-1A (File Nos. 333-132380; 811-21864), as filed with the Securities and Exchange Commission on March 13, 2006.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, as of this 22nd day of February, 2007.

WisdomTree Trust

By: /s/ Richard Morris

Name: Richard Morris

Title: Secretary