

WisdomTree Trust  
Form 8-A12B  
November 21, 2008

**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**  
(State of incorporation or organization)

**380 Madison Avenue, 21st Floor New York, NY 10017**

**See Next Page**  
(I.R.S. Employer Identification No.)

(Address of principal executive offices)

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

Edgar Filing: WisdomTree Trust - Form 8-A12B

Title of each class	Name of each exchange on which
<b>to be so registered</b> Shares of beneficial interest,	<b>each class is to be registered</b> NYSE Arca

\$0.001 par value per share

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, 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 series of the Trust that are registering securities, and their I.R.S. Employer Identification Numbers, are as follows:

WisdomTree LargeCap Growth Fund

26-3073624

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 21<sup>st</sup> day of November 2008.

**WisdomTree Trust**

By: /s/ Jonathan Steinberg  
Name: Jonathan Steinberg  
Title: President