

Macomber Sasha G.
Form 3
December 03, 2018

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 *

Â Macomber Sasha G.
(Last) (First) (Middle)

1 BELVEDERE
PLACE,Â SUITE 300

(Street)

MILL VALLEY,Â CAÂ 94941

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
12/01/2018

3. Issuer Name **and** Ticker or Trading Symbol
REDWOOD TRUST INC [RWT]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Chief Human Resource 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

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

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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)

Date Exercisable Expiration Date

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)

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

(Instr. 5)

Deferred Stock Units	Â (1)	Â (2)	Common Stock	9,778 (3)	\$ 15.34 (4)	D	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Macomber Sasha G. 1 BELVEDERE PLACE SUITE 300 MILL VALLEY, CA 94941	Â	Â	Â Chief Human Resource Officer	Â

Signatures

/s/ Sasha G.
Macomber

12/03/2018

**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) Deferred Stock Units are subject to a mandatory holding period and will be delivered to the Participant at the time provided in a related Deferral Election Form, according to the terms and conditions of the Executive Deferred Compensation Plan.
- (2) No expiration date is applicable to deferred stock units.
- (3) Includes a grant of deferred stock units that was awarded in 2018, with a four-year vesting schedule.
- (4) Represents fair market value RWT common stock on the grant date under the 2014 Incentive Award Plan.

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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