

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 22, 2019

REDWOOD TRUST, INC.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation)

001-13759
(Commission File Number)

68-0329422
(IRS Employer Identification Number)

**One Belvedere Place
Suite 300
Mill Valley, California 94941**
(Address of principal executive offices, including Zip Code)

(415) 389-7373
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	RWT	New York Stock Exchange

Item 7.01 Regulation FD Disclosure

On November 22, 2019, Redwood Trust, Inc. (the “Company”) issued a press release announcing that it closed its first securitization collateralized by single-family rental loans since its acquisition of CoreVest.

The information contained in Item 7.01 and the attached Exhibit 99.1 is furnished to and not filed with the Securities and Exchange Commission, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

[Exhibit 99.1](#) [Press Release dated November 22, 2019](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 22, 2019

REDWOOD TRUST, INC.

By: /s/ Andrew P. Stone

Name: Andrew P. Stone

Title: Executive Vice President, General Counsel, and Secretary

**FOR IMMEDIATE RELEASE**

Redwood Trust, Inc.
Friday, November 22, 2019

CONTACT: Lisa Hartman - SVP, Head of Investor Relations
Phone: 866-269-4976
Email: investorrelations@redwoodtrust.com

REDWOOD TRUST CLOSES FIRST SINGLE-FAMILY RENTAL SECURITIZATION SINCE THE ACQUISITION OF COREVEST; COREVEST'S TENTH SECURITIZATION SINCE 2015

MILL VALLEY, CA – Friday, November 22, 2019 – Redwood Trust, Inc. (NYSE: RWT) today announced it closed its first securitization backed by single-family rental (SFR) loans since its October 15th acquisition of CoreVest, a leading nationwide originator of business-purpose residential loans (BPLs). This transaction, CAFL 2019-3, closed on November 14th and marks the tenth and largest securitization for CoreVest since it launched its first deal in 2015. In addition, yesterday Redwood closed its 10^{3d} Sequoia securitization, SEMT 2019-5, backed by a pool of Redwood Select jumbo loans.

“A significant strategic element of the acquisition of CoreVest is their best-in-class SFR securitization platform. We are excited to now have the two largest and most highly-regarded issuance platforms in the housing market as part of the Redwood family,” said Christopher Abate, Redwood's Chief Executive Officer. Abate continued, “The ability to simultaneously market and successfully close two distinct offerings under our CoreVest and Sequoia brands further solidifies our conviction that the combined power of our operational platforms will accelerate our strategy to grow profitably and organically generate assets with attractive risk adjusted returns.”

Dashiell Robinson, Redwood's President also commented, “We are pleased with the progress we have made integrating the CoreVest platform since acquiring the company. In just four weeks, we have already demonstrated the asset generating power of the platform.” Robinson continued, “We are excited to offer diverse residential credit investment opportunities to our fixed income investors while providing liquidity in the housing market and attractive financing for both traditional homeowners and housing investors.”

Commenting on behalf of CoreVest, Chief Executive Officer Elizabeth O'Brien said, “Closing our tenth deal as part of the Redwood family underscored the strength of investor demand both from our traditional base and the expanded number of investors focused on residential credit. As the single-family rental market continues to mature, we look forward to continuing to provide attractive assets to this market.”

Additional Resources

- Conference Call: [Management Discussion on the Acquisition of CoreVest](#) – October 15, 2019
- Investor Presentation: [Redwood Announces Definitive Agreement to Acquire CoreVest American Finance Lender LLC](#) – October 14, 2019

About Redwood Trust

[Redwood Trust, Inc.](#) (NYSE: RWT) is a specialty finance company focused on making credit-sensitive investments in residential mortgages and related assets and engaging in mortgage banking activities. Our goal is to provide attractive returns to shareholders through a stable and growing stream of earnings and dividends, as well as through capital appreciation. Redwood Trust was established in 1994, is internally managed, and structured as a real estate investment trust (“REIT”) for tax purposes. For more information about Redwood, please visit our website at www.redwoodtrust.com.

About CoreVest

[CoreVest](#) is the leading lender to residential real estate investors, nationwide. It offers long-term loans for stabilized rental properties as well as short-term bridge loans and investment credit lines. With more than \$6 billion in closed loans and 40,000 units financed, CoreVest offers attractive rates, rapid timelines and closing certainty. The company works directly with borrowers, brokers and correspondent partners. For more information, visit www.corevestfinance.com.

Forward-Looking Statements: This press release contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, including statements related to Redwood’s belief that the combined power of Redwood’s and CoreVest’s operational platforms will accelerate our strategy to grow profitably and generate assets with attractive risk adjusted returns. Forward-looking statements involve numerous risks and uncertainties. Our actual results may differ from our beliefs, expectations, estimates, and projections and, consequently, you should not rely on these forward-looking statements as predictions of future events. Forward-looking statements are not historical in nature and can be identified by words such as “anticipate,” “estimate,” “will,” “should,” “expect,” “believe,” “intend,” “seek,” “plan” and similar expressions or their negative forms, or by references to strategy, plans, or intentions. These forward-looking statements are subject to risks and uncertainties, including, among other things, those described in our Annual Report on Form 10-K for the year ended December 31, 2018 and subsequent Quarterly Reports on Form 10-Q under the caption “Risk Factors.” Other risks, uncertainties, and factors that could cause actual results to differ materially from those projected may be described from time to time in reports we file with the Securities and Exchange Commission, including reports on Forms 10-Q and 8-K. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.