

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): January 12, 2012

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
(I.R.S. Employer
Identification No.)

One Belvedere Place
Suite 300
Mill Valley, California 94941
(Address of principal executive offices and 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 (see General Instruction A.2. below):

- 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))
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Item 5.02. Appointment of Certain Officers

(c) On January 12, 2012, Redwood Trust, Inc. (the "Company") announced that Mr. Brett D. Nicholas was appointed President of the Company. Mr. Martin S. Hughes, will continue to serve as Chief Executive Officer and as a Director of the Company, but will no longer serve as President.

Further information relating to Mr. Nicholas that is responsive to the requirements of Item 5.02(c) of Form 8-K is incorporated by reference from the Company's Proxy Statement for its 2011 Annual Meeting of Stockholders, a copy of which was filed with the SEC on April 4, 2011.

Item 7.01. Regulation FD Disclosure.

On January 12, 2012, the Company issued a press release, which included an announcement of Mr. Nicholas' appointment as President. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this 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. Exhibits.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated as of January 12, 2012

SIGNATURES

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

Date: January 13, 2012

REDWOOD TRUST, INC.

By: /s/ Andrew P. Stone

Name: Andrew P. Stone

Title: General Counsel and Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated as of January 12, 2012

**Brett Nicholas Appointed President of Redwood Trust;
Fred Matera Appointed Chief Investment Officer**

MILL VALLEY, Calif., Jan. 12, 2012 -- Redwood Trust, Inc. (NYSE: RWT) today announced that Brett Nicholas has been appointed President. Fred Matera has been appointed Chief Investment Officer, a role previously held by Mr. Nicholas. Fred Matera will continue to report to Brett Nicholas.

Marty Hughes continues to serve as Chief Executive Officer. Previously, Mr. Hughes served as President and Chief Executive Officer. Marty Hughes remarked, "Brett has demonstrated strong leadership as Redwood's Chief Operating Officer since his appointment to the position in 2010, as well as over his nearly 16 years with the company. Brett and I have worked together closely for several years, including as Co-Chief Operating Officers, and I have the highest regard for his contributions to Redwood and for his role in the future success of the company."

Fred Matera, who joined Redwood in 2008 as a Managing Director, is responsible for managing Redwood's investment portfolio. Prior to joining Redwood, Matera held senior roles within fixed income at financial services firms including Goldman Sachs, DLJ, First Boston, and immediately prior to joining Redwood served as Co-Head of Structured Credit at RBS Greenwich Capital. Marty Hughes stated, "Fred's deep experience and insight into fixed income capital markets has been invaluable in growing our business, and developing successful risk-adjusted investment strategies for Redwood."

About Redwood Trust.

Redwood Trust, Inc. (NYSE: RWT) is a publicly traded company structured as a real estate investment trust, and together with its subsidiaries invests in, finances, and manages real estate assets. Redwood was incorporated in the State of Maryland on April 11, 1994, and commenced operations on August 19, 1994. Our executive offices are located at One Belvedere Place, Suite 300, Mill Valley, California 94941.
