Lola Bondar Form 3 August 02, 2018

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

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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

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Lola Bondar

(Last)

1. Title of Security

(Instr. 4)

(First)

(Middle)

Statement

(Month/Day/Year)

08/02/2018

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

REDWOOD TRUST INC [RWT]

4. Relationship of Reporting Person(s) to Issuer

Director _X__ Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

1 BELVEDERE PLACE, Â SUITE 300

(Street)

(Check all applicable)

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

MILL VALLEY, CAÂ 94941

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

Controller, Managing Director

Ownership Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (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)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

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

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security Direct (D) or Indirect

(I)

(Instr. 5)

Deferred Stock Units $\hat{A} \stackrel{(1)}{=} \hat{A} \stackrel{(2)}{=} \frac{Common}{Stock} 8,355 \stackrel{(3)}{=} \$14.96 \stackrel{(4)}{=} D \hat{A}$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Lola Bondar

1 BELVEDERE PLACE SUITE 300 Â Â Controller, Managing Director Â

MILL VALLEY, CAÂ 94941

Signatures

/s/ Lola Bondar 08/02/2018

**Signature of Date
Reporting Person

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).
- 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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