

Item 2.02. Results of Operations and Financial Condition.

Item 7.01. Regulation FD Disclosure.

On February 23, 2017, Redwood Trust, Inc. issued a press release announcing its financial results for the quarter ended December 31, 2016 and The Redwood Review - 4th Quarter 2016, copies of which are attached as Exhibit 99.1 and Exhibit 99.2, respectively, to this Current Report on Form 8-K.

On February 23, 2017, Redwood Trust, Inc. issued a press release announcing its Board of Directors' authorization to declare a first quarter regular dividend of \$0.28 per share, a copy of which is attached as Exhibit 99.3 to this Current Report on Form 8-K. The first quarter 2017 dividend is payable on March 31, 2017 to stockholders of record on March 16, 2017.

Redwood Trust, Inc. also announced that its Board of Directors has set May 18, 2017 as the date for the 2017 annual meeting of stockholders. The meeting will be held at 10:30 a.m. (Pacific) in Mill Valley, California. Stockholders of record as of March 24, 2017 will be entitled to vote at that meeting.

The information contained in this Item 2.02 and Item 7.01 and the attached Exhibits 99.1, 99.2 and 99.3 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 February 23, 2017

Exhibit 99.2 The Redwood Review – 4th Quarter 2016

Exhibit 99.3 Press Release dated February 23, 2017

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: February 23, 2017 REDWOOD TRUST, INC.

By: /s/ Christopher J. Abate

Christopher J. Abate
President and Chief Financial Officer

Exhibit Index

Exhibit No. Exhibit Title

99.1	Press Release dated February 23, 2017
99.2	The Redwood Review – 4th Quarter 2016
99.3	Press Release dated February 23, 2017