

**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) July 19, 2018



TRI Pointe Group, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-35796
(Commission
File Number)

61-1763235
(IRS Employer
Identification No.)

19540 Jamboree Road, Suite 300, Irvine, California
(Address of principal executive offices)

92612
(Zip Code)

Registrant's telephone number, including area code: (949) 438-1400

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 as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) Appointment of Director. On July 19, 2018, the Board of Directors (the "Board") of TRI Pointe Group, Inc. (the "Company") increased the number of directors constituting the Board from six to seven and appointed Ms. Vicki D. McWilliams as a director to fill the vacancy on the Board, to serve until her successor is elected and qualified, or until her earlier resignation, removal, or death. Ms. McWilliams was also appointed as a member of the Audit Committee and the Compensation Committee of the Board. Ms. McWilliams currently serves as Executive Vice President of Stores for Williams-Sonoma, Inc. The appointment of Ms. McWilliams to the Board brings the number of independent directors serving on the Board to six.

Ms. McWilliams will be entitled to receive the same compensation as the Company's other non-employee directors, as described in "Director Compensation--Compensation of Non-Employee Directors" in the Company's proxy statement for its 2018 annual meeting of stockholders filed with the Securities and Exchange Commission ("SEC") on March 16, 2018. In connection with the appointment of Ms. McWilliams to the Board, the Company will enter into an Indemnification Agreement with Ms. McWilliams, substantially in the form previously filed as Exhibit 10.7 to the Company's Registration Statement on Form S-1 filed with the SEC on December 21, 2012.

A copy of the press release announcing the appointment of Ms. McWilliams to the Board is attached as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(d) List of Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
<u>10.1</u>	Form of Indemnification Agreement between the Company and each of its directors (incorporated by reference to Exhibit 10.7 to the Company's Registration Statement on Form S-1 (filed December 21, 2012))
<u>99.1</u>	Press Release dated July 20, 2018

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: July 20, 2018

TRI Pointe Group, Inc.

By: /s/ David C. Lee

David C. Lee
Vice President, General Counsel and Secretary

EXHIBIT INDEX

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TRI POINTE GROUP ANNOUNCES APPOINTMENT OF VICKI D. MCWILLIAMS TO BOARD OF DIRECTORS

IRVINE, CALIF. - (July 20, 2018) - TRI Pointe Group (NYSE: TPH) announced today the appointment of Vicki D. McWilliams, Executive Vice President of Stores for Williams-Sonoma, Inc., to its Board of Directors, effective July 19, 2018. McWilliams has also been appointed to the Audit and Compensation Committees of the TRI Pointe Group Board.

“We are thrilled to have Vicki join the TRI Pointe Group Board and look forward to her expertise and insights,” said Steven Gilbert, Chairman of the TRI Pointe Group Board. “Vicki has a strong background in consumer retail in the new home space. She has established herself as a leader in customer experience and business-to-business functions, and her experience will be invaluable to TRI Pointe Group.”

McWilliams serves as Executive Vice President of Stores for Williams-Sonoma, Inc. where she is responsible for leading 20,000 associates in 620 stores. Additional responsibilities include developing strategies for maximizing net operating income and gross margin, as well as human resources, customer service innovation, product feedback, and real estate relocations and remodels. Prior to joining Williams-Sonoma in 2008, McWilliams spent 29 years at Nordstrom (NYSE: JWN), most recently serving as Executive Vice President.

McWilliams holds a B.A. from Washington State University. In 2017, Ms. McWilliams was awarded the highest honor at Williams-Sonoma, the “Howard Lester Award of Excellence.” Additionally, she was honored by the San Francisco Board of Supervisors in 2006 for excellence in business partnership, served on the Juvenile Diabetes San Francisco Board of Directors for over ten years, and has lead campaigns for both the United Way and St. Jude’s.

With the appointment of McWilliams, TRI Pointe Group’s Board now consists of seven members, including: Steven J. Gilbert, Chairman of the Board of Gilbert Global Equity Partners, L.P.; Douglas F. Bauer, Chief Executive Officer of TRI Pointe Group; Lawrence B. Burrows, former Executive Officer of Weyerhaeuser Company; Daniel S. Fulton, former President, Chief Executive Officer, and member of the Board of Directors of Weyerhaeuser Company; Constance B. Moore, former President and Chief Executive Officer of BRE Properties, Inc.; and Thomas B. Rogers, former Executive Vice President of City National Bank.

About TRI Pointe Group®

Headquartered in Irvine, Calif., TRI Pointe Group, Inc. (NYSE:TPH) is a family of premium regional homebuilders that designs, builds, and sells homes in major U.S. markets. As one of the top ten largest public homebuilding companies by market capitalization in the United States, TRI Pointe Group combines the resources, operational sophistication, and leadership of a national organization with the regional insights, community ties, and agility of local homebuilders. The TRI Pointe Group family includes Maracay Homes® in Arizona, Pardee Homes® in California and Nevada, Quadrant Homes® in Washington, Trendmaker® Homes in Texas, TRI Pointe Homes® in California and Colorado, and Winchester® Homes in the Washington, D.C. area. TRI Pointe Group was recognized on *Fortune* magazine’s 2017 100 Fastest-Growing Companies list, named 2015 Builder of the Year

by *Builder* magazine, and 2014 Developer of the Year by *Builder and Developer* magazine. The company was also named one of the Best Places to Work in Orange County by the *Orange County Business Journal* and Best Companies Group in 2016, 2017 and 2018. For more information, please visit www.TriPointeGroup.com.

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