
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 333-186403
POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 333-197461
POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 333-200185
POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-264429**

*UNDER
THE SECURITIES ACT OF 1933*

Tri Pointe Homes, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

61-1763235
(I.R.S. Employer
Identification No.)

**940 Southwood Blvd, Suite 200
Incline Village, Nevada 89451**
(Address of Principal Executive Offices)(Zip Code)

**TRI Pointe Homes, Inc. 2013 Long-Term Incentive Plan
Weyerhaeuser Real Estate Company 2004 Long-Term Incentive Plan
Weyerhaeuser Real Estate Company 2013 Long-Term Incentive Plan
Tri Pointe Homes, Inc. 2022 Long-Term Incentive Plan**
(Full title of the plans)

David C. Lee
General Counsel and Secretary
Tri Pointe Homes, Inc.
3161 Michelson Drive, Suite 1500
Irvine, California 92612
(949) 438-1400
(Name, address and telephone number, including area code, of agent for service)

Copy to:

Eduardo Gallardo
Paul Hastings LLP
200 Park Avenue
New York, NY
(212) 318-6000

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

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 7(a)(2)(B) of the Securities Act.

EXPLANATORY NOTE REGARDING DEREGISTRATION OF SECURITIES

This Post-Effective Amendment (this “Post-Effective Amendment”) relates to the following Registration Statements on Form S-8, each as amended and previously filed with the Securities and Exchange Commission (the “SEC”) by Tri Pointe Homes, Inc. (the “Registrant”) (collectively, the “Registration Statements”), to deregister any and all securities that remain unsold or otherwise unissued under each such Registration Statement as of the date hereof:

- [Registration No. 333-186403](#), filed with the SEC on February 1, 2013, as most recently amended on July 7, 2015, registering 2,527,833 shares of the Registrant’s common stock, par value \$0.01 per share (“Shares”), for issuance under the TRI Pointe Homes, Inc. 2013 Long-Term Incentive Plan (the “2013 Plan”);
- [Registration No. 333-197461](#), filed with the SEC on July 16, 2014, as most recently amended on July 7, 2015, registering for issuance under the Weyerhaeuser Real Estate Company 2004 Long-Term Incentive Plan and the Weyerhaeuser Real Estate Company 2013 Long-Term Incentive Plan (i) 3,379,275 Shares issuable upon the exercise of options and (ii) 726,678 Shares issuable upon vesting of restricted stock units and performance share units;
- [Registration No. 333-200185](#), filed with the SEC on November 13, 2014, as most recently amended on July 7, 2015, registering 9,200,000 Shares for issuance under the 2013 Plan; and
- [Registration No. 333-264429](#), filed with the SEC on April 22, 2022, registering 10,000,000 Shares for issuance under the Tri Pointe Homes, Inc. 2022 Long-Term Incentive Plan (the “2022 Plan”), consisting of (i) 7,500,000 Shares issuable under the 2022 Plan and (ii) 2,500,000 Shares issuable under the 2022 Plan from Shares reserved but unissued under the 2013 Plan in connection with the expiration, termination, surrender, or forfeiture of outstanding awards.

Pursuant to the Agreement and Plan of Merger, dated February 13, 2026, by and among the Registrant, Sumitomo Forestry Co., Ltd., a Japanese corporation (*kabushiki kaisha*) (“Parent”), and Teton NewCo, Inc., a Delaware corporation and an indirect wholly owned subsidiary of Parent (“Merger Sub”), Merger Sub merged with and into the Registrant (the “Merger”) on May 14, 2026, with the Registrant surviving the Merger as an indirect wholly owned subsidiary of Parent.

As a result of the Merger, the Registrant has terminated all offerings of its securities pursuant to the above-referenced Registration Statements. In accordance with undertakings made by the Registrant in the Registration Statements to remove from registration, by means of a post-effective amendment, all of the securities that have been registered for issuance and that remain unsold at the termination of the offering, the Registrant, by filing this Post-Effective Amendment, hereby terminates the effectiveness of each of the Registration Statements and removes and withdraws from registration all of such securities of the Registrant registered but not sold or otherwise issued under the Registration Statements, if any, as of the date hereof. Each Registration Statement is hereby amended, as appropriate, to reflect the deregistration of such securities.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended (the “Securities Act”), the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Irvine, State of California, on May 14, 2026.

TRI POINTE HOMES, INC.

By: /s/ Glenn J. Keeler

Glenn J. Keeler
Chief Financial Officer

Pursuant to Rule 478 under the Securities Act, no other person is required to sign this Post-Effective Amendment.