

# FORM 4

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

OMB APPROVAL  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>LEE DAVID CH</b> <small>(Last) (First) (Middle)</small>  <b>C/O TRI POINTE GROUP, INC., 19540 JAMBOREE ROAD, SUITE 300</b> <small>(Street)</small>  <b>IRVINE, CA 92612</b> <small>(City) (State) (Zip)</small>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>TRI Pointe Group, Inc. [ TPH ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>2/22/2020</b></p>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>VP General Counsel &amp; Secretary</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person									
<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>											
<b>1. Title of Security</b> <small>(Instr. 3)</small>	<b>2. Trans. Date</b>	<b>2A. Deemed Execution Date, if any</b>	<b>3. Trans. Code</b> <small>(Instr. 8)</small>	<b>4. Securities Acquired (A) or Disposed of (D)</b> <small>(Instr. 3, 4 and 5)</small>	<b>5. Amount of Securities Beneficially Owned Following Reported Transaction(s)</b> <small>(Instr. 3 and 4)</small>	<b>6. Ownership Form: Direct (D) or Indirect (I)</b> <small>(Instr. 4)</small>	<b>7. Nature of Indirect Beneficial Ownership</b> <small>(Instr. 4)</small>				
Common Stock	2/22/2020		F	Amount (A) or (D) Price 393 (1) D \$18.37	17698	D					
<b>Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)</b>											
<b>1. Title of Derivate Security</b> <small>(Instr. 3)</small>	<b>2. Conversion or Exercise Price of Derivative Security</b>	<b>3. Trans. Date</b>	<b>3A. Deemed Execution Date, if any</b>	<b>4. Trans. Code</b> <small>(Instr. 8)</small>	<b>5. Number of Derivative Securities Acquired (A) or Disposed of (D)</b> <small>(Instr. 3, 4 and 5)</small>	<b>6. Date Exercisable and Expiration Date</b>	<b>7. Title and Amount of Securities Underlying Derivative Security</b> <small>(Instr. 3 and 4)</small>	<b>8. Price of Derivative Security</b> <small>(Instr. 5)</small>	<b>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)</b> <small>(Instr. 4)</small>	<b>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</b> <small>(Instr. 4)</small>	<b>11. Nature of Indirect Beneficial Ownership</b> <small>(Instr. 4)</small>
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

(1) Withholding of shares incident to vesting of RSU award under the Company's 2013 Long-Term Incentive Plan.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>LEE DAVID CH</b> <b>C/O TRI POINTE GROUP, INC.</b> <b>19540 JAMBOREE ROAD, SUITE 300</b> <b>IRVINE, CA 92612</b>			<b>VP General Counsel &amp; Secretary</b>	

**Signatures**

/S/ DAVID CH LEE

2/25/2020

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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