FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL             |           |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

|   |   |                     |   |         |                    |   |  | ( ,     |   |              |                    |  |  |   |  |   |  |   |  |
|---|---|---------------------|---|---------|--------------------|---|--|---------|---|--------------|--------------------|--|--|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person*  Boone Karen |   |                     |   |         |                    | 2. Issuer Name and Ticker or Trading Symbol $\underline{RH} \left[ \begin{array}{c} RH \end{array} \right]$ |  |         |   |              |                    |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner |  |   |  |   |  |
| (Last)<br>C/O RH                                      | (First)   | (1)                 | Middle)                                       |         |                    | 3. Date of Earliest Transaction (Month/Day/Year) 04/20/2018   |  |         |   |              |                    |  | X  | Officer (g  | •  |   |  |   |  |
| 15 KOCH ROAD, SUITE K                                 |   |                     |   |         | 4. If              | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |         |   |              |                    |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)                                 |  |   |  |   |  |
| (Street) CORTE MADERA CA 94925                        |   |                     |   |         |                    |   |  |         |   |              |                    | X  | X Form filed by One Reporting Person  Form filed by More than One Reporting Person |   |  |   |  |   |  |
| (City)  | (State  | (2                  | Zip)  |         |                    |   |  |         |   |              |                    |  |  |   |  |   |  |   |  |
|   |   | Т                   | able I - N                                    | lon-Dei | rivativ            | ve S  | ecurit   | ties Ac | quire                                       | d, Di        | sposed of          | f, or Bene   | ficially Ov  | /ned  |  |   |  |   |  |
| 1. Title of Security (Instr. 3)                       |   |                     | 2. Transaction<br>Date<br>(Month/Day/Year)    |         | Execution Date,    |   | 3.<br>Transaction<br>Code (Instr.<br>8)  |         | 4. Securities<br>Of (D) (Instr              | Acquired (A) | or Disposed        | Securities<br>Beneficial<br>Following                      |  | Form  | vnership<br>n: Direct (D)<br>direct (I)<br>r. 4)                                     | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |   |  |
|   |   |                     |   |         |                    |   |  | Code    | v   | Amount       | (A) or<br>(D)      | Price  | Transaction(s)<br>(Instr. 3 and 4)   |   |  |   | (Instr. 4)   |   |  |
| Common Stock  |   |                     |   |         | 04/20/2018         |   |  |         | M <sup>(1)</sup>                            |              | 14,876(2           | ) A  | \$39.42  | \$39.42 24,   |  | 306   |  |   |  |
| Common Stock  |   |                     |   |         | 20/2018            |   |  |         | M <sup>(1)</sup>                            |              | 124(3)             | A  | \$61.3   | 24,430  |  | D   |  |   |  |
| Common Stock 04/                                      |   |                     |   |         | /2018              | 2018  |  |         | <b>S</b> <sup>(1)</sup>                     |              | 2,400              | D  | \$87.5687(4  | 22,030  |  |   | D  |   |  |
| Common Stock 04/20                                    |   |                     |   |         | /2018              | 2018  |  |         | <b>S</b> <sup>(1)</sup>                     |              | 10,381             | D  | \$88.629(5)  | 8.629 <sup>(5)</sup> 11,64  |  | 19 D  |  |   |  |
| Common Stock 04/2                                     |   |                     |   |         | /2018              | 2018  |  |         | <b>S</b> <sup>(1)</sup>                     |              | 2,219              | D  | \$89.3089(6  | 9,430   |  | D   |  |   |  |
|   |   |                     | Table II                                      |         |                    |   |  |         |   |              |                    | or Benefic<br>le securiti                                  | ially Own<br>es)   | ed  |  |   |  |   |  |
| 1. Title of<br>Derivative<br>Security (Instr.<br>3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | se (Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da | Date, T | ransac<br>Code (In |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |         | 6. Date Exer<br>Expiration D<br>(Month/Day/ |              | ate                | 7. Title and A<br>Securities U<br>Derivative S<br>3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction | e<br>s<br>ally<br>g                                 | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>t (Instr. 4) |  |
|   |   |                     |   | c       | Code               | v   | (A)  | (D)     | Date<br>Exerc                               | isable       | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of Shares  |   | (Instr. 4)   | ion(s)  |  |   |  |
| Stock Option<br>(Right to Buy                         | \$39.42   | 04/20/2018          |   | М       |                    |   |  | 14,876  | (7  | 7)           | 05/03/2026         | Common<br>Stock  | 14,876   | \$0.00  |  | 85,000  |  |   |  |
| Stock Option  | \$61.3  | 04/20/2018          |   |         | M                  |   |  | 124     | (8  | 3)           | 05/07/2024         | Common   | 124  | \$0.00  | 99,87  | 76  | D  |   |  |

## **Explanation of Responses:**

- 1. This transaction was executed pursuant to a Rule 10b5-1 trading plan.
- 2. These shares of common stock were issued upon exercise of stock options granted to the reporting person on May 4, 2016.
- $3.\ These \ shares \ of \ common \ stock \ were \ is sued \ upon \ exercise \ of \ stock \ options \ granted \ to \ the \ reporting \ person \ on \ May \ 8, \ 2014.$
- 4. This transaction was executed in multiple trades ranging from \$87.10 to \$88.04. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range set forth herein.
- 5. This transaction was executed in multiple trades ranging from \$88.17 to \$89.14. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range set forth herein.
- 6. This transaction was executed in multiple trades ranging from \$89.17 to \$89.69. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range set forth herein.
- 7. This option award will vest and become exercisable with respect to 15% of the options on the first and second anniversaries of the grant date, 20% of the options on the third anniversary of the grant date, 25% of the options on the fourth anniversary of the grant date, and the remaining 25% on the fifth anniversary of the grant date, subject to continuous service.
- 8. This option award will vest and become exercisable with respect to 20% of the options annually on the anniversary of the grant date, and will become fully vested on May 8, 2019.

## Remarks:

President, Chief Financial and Administrative Officer

/s/ Edward T. Lee as Attorney-In-04/20/2018 **Fact** 

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

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 Number.