

**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): January 5, 2021**

**RH**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-35720**  
(Commission  
File Number)

**45-3052669**  
(I.R.S. Employer  
Identification No.)

**15 Koch Road, Corte Madera, California 94925**  
(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code: (415) 924-1005**

**N/A**  
(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 (see General Instruction A.2. below):

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol	Name of each exchange on which registered
<b>Common Stock, \$0.0001 par value</b>	<b>RH</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company 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 7.01. Regulation FD Disclosure.**

On January 5, 2021, RH issued a press release announcing that the Company had become a partner of the premier real estate portfolio in Aspen, Colorado, a copy of which is furnished hereto as Exhibit 99.1.

The information furnished with this report, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">RH Press Release dated January 5, 2021.</a>
104	Cover Page Interactive Data File—the cover page XBRL tags are embedded within the Inline XBRL document.

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 hereunto duly authorized.

RH

Dated: January 5, 2021

By: /s/ Jack Preston  
Jack Preston  
Chief Financial Officer



## RH BECOMES A PARTNER OF THE PREMIER REAL ESTATE PORTFOLIO IN ASPEN

### ASPEN SELECTED TO DEVELOP THE FIRST RH ECOSYSTEM, INCLUSIVE OF AN RH GALLERY, RH GUESTHOUSE, RH BATH HOUSE & SPA, RH RESTAURANTS AND RH RESIDENCES

CORTE MADERA, CA--(BUSINESS WIRE)--Jan. 5, 2021—RH (NYSE: RH) announced today the Company is making an initial equity investment of approximately \$105 million in connection with real estate development initiatives in Aspen, Colorado. The investment includes properties that will ultimately result in retail locations, hospitality concepts, residential developments, and workforce housing projects.

Aspen has been selected to develop the first RH ecosystem inclusive of an RH Bespoke Gallery, RH Guesthouse, RH Bath House & Spa, RH Restaurants, and our first RH Residences. The RH Gallery on Galena, currently under development, will offer two floors of the RH Interiors, Contemporary, Modern, and RH Ski House collections, plus Interior Design, Architecture, and Landscape Architecture services. Additionally, the Gallery will include a transparent glass rooftop restaurant with views of Aspen Mountain, a Wine & Barista Bar, plus two private dining rooms with fireplaces and retractable roofs. The RH Guesthouse at the Historic Crystal Palace, also currently under construction, will feature guest suites with fireplaces, a live fire restaurant, wine vault, private rooftop pool and dining terrace with views of Aspen Mountain, and the brand's first RH Bath House & Spa. The RH Residences at the Historic Boomerang Lodge will include up to five fully furnished four bedroom custom homes, and The RH Residence on Red Mountain will be a fully furnished six bedroom home with multiple terraces and an infinity pool with views of downtown, Aspen Mountain and Independence Pass. All of the RH Residences will include membership to the RH Bath House & Spa, plus priority reservations at the brand's restaurants and private dining venues.

Gary Friedman, Chairman & CEO of RH commented, "We believe Aspen represents a singular opportunity to elevate the RH brand by exposing the world of RH to the world's most affluent and discerning customers in a single, walkable market." Mr. Friedman continued, "Additionally, we believe the education RH will gain from a real estate development and ownership perspective will be immeasurable as the brand builds its global ecosystem of products, places, services, and spaces." Mr. Friedman concluded, "We have long admired the community of Aspen, and are sensitive about designing experiences that respect and retain the town's unique historical character and charm."

The equity investment by RH is being funded from its existing cash balances. The Company plans to operate the RH branded businesses mentioned above as part of the Aspen ecosystem and to be a real estate investor and partner for the remaining properties.

Commencing with its Form 10-K filing for fiscal 2020, RH will provide, as part of its ongoing reporting of its results of operations, additional information that enables investors to track the financial results of its real estate development investment activity separated from its other business operations.

RH currently plans to open the RH Gallery on Galena, and the RH Guesthouse at the Historic Crystal Palace, which will include the Company's first RH Bath House & Spa, in 2022.

## ABOUT RH

RH (NYSE:RH) is a curator of design, taste and style in the luxury lifestyle market. The Company offers its collections through its retail galleries across North America, the Company's multiple Source Books, and online at [RH.com](http://RH.com), [RHModern.com](http://RHModern.com), [RHBabyandChild.com](http://RHBabyandChild.com), [RHTeen.com](http://RHTeen.com) and [Waterworks.com](http://Waterworks.com).

## CONTACTS

### PRESS

Chelsea Allen, [callen@RH.com](mailto:callen@RH.com)

### INVESTOR RELATIONS

Allison Malkin, 203-682-8225, [allison.malkin@icrinc.com](mailto:allison.malkin@icrinc.com)

## FORWARD-LOOKING STATEMENTS

This release contains forward-looking statements within the meaning of the federal securities laws, including statements regarding the foregoing: our expectations regarding the real estate development opportunity in Aspen and the benefits of the RH ecosystem initiative, including that it will ultimately result in retail locations, hospitality concepts, residential developments, and workforce housing projects; the offerings and features of the branded elements of the ecosystem including The RH Gallery on Galena, The RH Guesthouse at the Historic Crystal Palace, The RH Bath House & Spa, The RH Residences at the Historic Boomerang Lodge, and The RH Residence on Red Mountain; our belief that Aspen represents a singular opportunity to elevate the RH brand; our belief that the education the Company will gain from a real estate development and ownership perspective will be immeasurable as the RH brand builds its global ecosystem of products, places, services, and spaces; our plans to operate the RH branded businesses as part of the Aspen ecosystem and to be a real estate investor and partner for the remaining properties; our expectation regarding an initial equity investment of approximately \$105 million and the potential need for additional equity or other investment by RH; our anticipating timing for the opening of the RH Gallery on Galena, and the RH Guesthouse at the Historic Crystal Palace, which will include the Company's first RH Bath House & Spa, in 2022; and any statements or assumptions underlying any of the foregoing, and similar statements. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. We cannot assure you that future developments affecting us will be those that we have anticipated. Important risks and uncertainties that could cause actual results to differ materially from our expectations include, among others, risks related to the global outbreak of the COVID-19 virus and its impact on our business; risks related to civil unrest; risks related to general economic conditions and the housing market as well as the impact of economic conditions on consumer confidence and spending; changes in customer demand for our products; our ability to anticipate consumer preferences and buying trends; consumer spending based on weather and other conditions beyond our control; risks related to the number of new business initiatives we are undertaking; our ability to obtain our products in a timely fashion or in the quantities required; risks related to our sourcing and supply chain including our dependence on imported products produced by foreign manufacturers and risks related to importation of such products, as well as those risks and uncertainties disclosed under the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in RH's most recent Form 10-K and Forms 10-Q filed with the Securities and Exchange Commission, and similar disclosures in subsequent reports filed with the SEC, which are available on our investor relations website at [ir.rh.com](http://ir.rh.com) and on the SEC website at [www.sec.gov](http://www.sec.gov). Any forward-looking statement made by us in this press release speaks only as of the date on which we make it. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.