FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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

Name and Address of Reporting Person*     Rogers W. Rhett						2. Issuer Name <b>and</b> Ticker or Trading Symbol RAYONIER INC [ RYN ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
(Last) (First) (Middle) 1 RAYONIER WAY						3. Date of Earliest Transaction (Month/Day/Year) 08/21/2020								X Officer (give title Other (specify below)  VP, Portfolio Management					
(Street) WILDLIGHT FL 32097  (City) (State) (Zip)					4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day)					ction	Execution Date,		Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		I (A) or	5. Amount Securities Beneficial Owned Fo		es For ally (D) Following (I) (		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership	
										v	Amount	(A) or (D)	Price	т	ransac nstr. 3	tion(s)			(Instr. 4)
Common Shares 08/21/20						)20		М		1,468	A	\$27.21	.89 22		,549		D		
Common Shares 08/21/20						20		S		1,468	D	\$29.5	55	21	,081		D		
Common Shares															2,886	6.6665		I	by 401K
		Т	able II								posed of converti			y Ow	ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	n Date, Transa Code (				tive ties ed sed	6. Date Exercisa Expiration Date (Month/Day/Yea		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	i ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	Amount or Number of Shares	1					
Common Shares	\$27.2189	08/21/2020			M		1,468		(1)		01/03/2021	Common Shares	1,468	\$29	9.55	0		D	

## Explanation of Responses:

1. These derivative securities were restricted for the first three years and vested in thirds at the end of year 1, 2 and 3.

## Remarks:

/s/ Cynthia L. Jones / Attorney-In-Fact 08/24/2020

\*\* 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).

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

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