(x) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2000
OR
( ) TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM TO

COMMISSION FILE NUMBER 1-6780

RAYONIER INC.

Incorporated in the State of North Carolina I.R.S. Employer Identification Number 13-2607329

50 North Laura Street, Jacksonville, FL 32202
(Principal Executive Office)
Telephone Number: (904) 357-9100

Indicate by check mark whether the registrant (l) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days.

YES (X) NO ( )

As of November 1, 2000, there were outstanding $27,098,590$ common shares of the Registrant.

RAYONIER INC.
FORM 10-Q
SEPTEMBER 30, 2000

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PART I. FINANCIAL INFORMATION
ITEM 1. FINANCIAL STATEMENTS
The following unaudited financial statements reflect, in the opinion of Rayonier Inc. and subsidiaries (Rayonier or the Company), all adjustments (which include only normal recurring adjustments) necessary for a fair presentation of the results of operations, the financial position and the cash flows for the periods presented. For a full description of accounting policies, please refer to the Notes to Consolidated Financial Statements in the 1999 Annual Report on Form 10-K.

RAYONIER INC. AND SUBSIDIARIES STATEMENTS OF CONSOLIDATED INCOME (UNAUDITED)
(THOUSANDS OF DOLLARS, EXCEPT PER SHARE DATA)

|  | Three Months Ended September 30, |  | Nine Months Ended September 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2000 | 1999 | 2000 | 1999 |
| SALES | \$ 251, 058 | \$ 255,453 | \$ 823,765 | \$ 739,872 |
| Costs and expenses |  |  |  |  |
| Cost of sales | 209,444 | 217,950 | 661,506 | 621,829 |
| Selling and general expenses | 6,845 | 6,771 | 26,197 | 26,021 |
| Other operating expense (income), net | 1,204 | $(1,381)$ | 3,725 | $(3,286)$ |
|  | 217,493 | 223,340 | 691,428 | 644,564 |
| OPERATING INCOME | 33,565 | 32,113 | 132,337 | 95,308 |
| Interest expense | $(20,586)$ | $(7,306)$ | $(64,988)$ | $(22,693)$ |
| Miscellaneous (expense) income, net | $(2,378)$ | 114 | $(3,001)$ | 595 |
| Gains from sale of assets | -- | -- | 23,147 | -- |
| Income before income taxes | 10,601 | 24,921 | 87,495 | 73,210 |
| Income tax benefit (expense) | 1,504 | $(7,787)$ | $(22,486)$ | $(23,869)$ |
| NET INCOME | \$ 12,105 | \$ 17,134 | \$ 65,009 | \$ 49,341 |
| EARNINGS PER COMMON SHARE |  |  |  |  |
| Basic | \$ 0.45 | \$ 0.62 | \$ 2.38 | \$ 1.78 |
| Diluted | \$ 0.44 | \$ 0.61 | \$ 2.34 | \$ 1.75 |


|  | $\begin{gathered} \text { September 30, } \\ 2000 \end{gathered}$ | $\begin{gathered} \text { December 31, } \\ 1999 \end{gathered}$ |
| :---: | :---: | :---: |
| CURRENT ASSETS |  |  |
| Cash and short-term investments | \$ 4,627 | \$ 12,265 |
| Accounts receivable, less allowance for doubtful accounts of $\$ 4,773$ and $\$ 4,859$ | 104,942 | 103,535 |
| Inventories |  |  |
| Finished goods | 53,489 | 52,984 |
| Work in process | 11,019 | 12,478 |
| Raw materials | 12,805 | 17,947 |
| Manufacturing and maintenance supplies | 24,185 | 21,670 |
| Total inventories | 101,498 | 105,079 |
| Timber purchase agreements | 32,841 | 30,477 |
| Other current assets | 12,035 | 11,107 |
| Deferred income taxes | 4,437 | 9,143 |
| Total current assets | 260,380 | 271,606 |
| OTHER ASSETS | 62,158 | 77,094 |
| TIMBER PURCHASE AGREEMENTS | 9,770 | 7,816 |
| TIMBER, FORESTLANDS AND LOGGING ROADS, NET OF DEPLETION AND AMORTIZATION | 1,208,112 | 1,247,547 |
| PROPERTY, PLANT AND EQUIPMENT, NET |  |  |
| Land, buildings, machinery and equipment | 1,352,898 | 1,333,789 |
| Less accumulated depreciation | 713,112 | 657,625 |
|  | 639,786 | 676,164 |
| TOTAL ASSETS | \$2,180, 206 | \$2,280, 227 |

LIABILITIES AND SHAREHOLDERS' EQUITY
CURRENT LIABILITIES
Accounts payable
Bank loans and current maturities
Accrued taxes
Accrued payroll and benefits
Accrued interest
Other current liabilities
Current reserves for dispositions and discontinued operations
Total current liabilities
DEFERRED INCOME TAXES
LONG-TERM DEBT
NON-CURRENT RESERVES FOR DISPOSITIONS
AND DISCONTINUED OPERATIONS
OTHER NON-CURRENT LIABILITIES
SHAREHOLDERS' EQUITY
Common shares, 60,000,000 shares authorized,
27,030, 040 and 27,407,094 shares issued and outstanding
Retained earnings

| 66,006 | 74,035 |
| :---: | :---: |
| 2,216 | 3,248 |
| 17,478 | 15,148 |
| 26,064 | 22,405 |
| 25,296 | 11,160 |
| 39,218 | 48,895 |
| 19,411 | 18,980 |
| 195,689 | 193,871 |
| 128,923 | 123,458 |
| 1,007,070 | 1,132,930 |
| 142,193 | 149,551 |
| 33,581 | 27,517 |
| 44,807 | 60,518 |
| 627,943 | 592,382 |
| 672,750 | 652,900 |
| \$2,180,206 | \$2,280, 227 |

RAYONIER INC. AND SUBSIDIARIES

## STATEMENTS OF CONSOLIDATED CASH FLOWS

(UNAUDITED)
(THOUSANDS OF DOLLARS)
OPERATING ACTIVITIES

## Net income

Adjustments to reconcile net income to net cash provided by operating activities

Depreciation, depletion and amortization
Deferred income taxes
Gains from sale of assets
Non-cash cost of land sales
Increase (decrease) in other non-current liabilities
Change in accounts receivable, inventories
and accounts payable
(Increase) decrease in current timber purchase agreements
(Increase) decrease in other current assets
Increase in accrued liabilities

CASH PROVIDED BY OPERATING ACTIVITIES

## INVESTING ACTIVITIES

Capital expenditures
Sales, retirements and reclassifications of property, plant and equipment, net
Expenditures for dispositions and discontinued operations, net of tax benefits of $\$ 2,537$ and $\$ 4,234$
Proceeds from sale of assets, net of cash costs
Change in timber purchase agreements and other assets

CASH USED FOR INVESTING ACTIVITIES

## FINANCING ACTIVITIES

Issuance of debt
Repayments of debt
Dividends paid
Repurchase of common shares

Repurchase of common shares
Issuance of common shares

CASH USED FOR FINANCING ACTIVITIES

CASH AND SHORT-TERM INVESTMENTS
Decrease in cash and short-term investments
Balance at beginning of period
Balance at end of period

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION
Cash paid during the period for:
Interest
Income taxes

| Nine Months Ended |  |  |  |
| :---: | :---: | :---: | :---: |
|  | 2000 |  | 1999 |
| \$ | 65,009 | \$ | 49,341 |
|  | 116,804 |  | 77,313 |
|  | 7,634 |  | 7,772 |
|  | $(23,147)$ |  | -- |
|  | 3,621 |  | 4,017 |
|  | 6, 064 |  | (411) |
|  | $(9,476)$ |  | $(5,796)$ |
|  | $(2,364)$ |  | 4,641 |
|  | (928) |  | 1,936 |
|  | 10,448 |  | 8,480 |
|  | 173,665 |  | 147, 293 |


| $(63,111)$ | $(63,802)$ |
| :---: | :---: |
| $(4,136)$ | $(442)$ |
|  |  |
| $(4,390)$ | $(6,905)$ |
| 49,403 | -- |
| 12,982 | 10,078 |
| ..---------- |  |


| $(9,252)$ | $(61,071)$ |
| ---: | ---: |
| ----------- |  |


| 70,901 | 116,879 |
| :---: | :---: |
| $(197,793)$ | $(167,775)$ |
| $(29,394)$ | $(25,852)$ |
| $(17,624)$ | $(16,438)$ |
| 1,859 | 3,995 |
| $(172,051)$ | $(89,191)$ |


| $(7,638)$ |  | $(2,969)$ |  |
| :---: | :---: | :---: | :---: |
|  |  |  | 6,635 |
| \$ | 4,627 | \$ | 3,666 |


| $\$ 50,852$ | $\$ 18,188$ |
| :--- | :--- |
| ========= | ======== |
| $\$ 13,621$ | $\$ 12,094$ |
| ========= | ========= |

RAYONIER INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
(THOUSANDS OF DOLLARS, EXCEPT PER SHARE DATA)

## 1. EARNINGS PER COMMON SHARE

The following table provides details of the calculation of basic and diluted earnings per common share in accordance with Statement of Financial Accounting Standards (SFAS) No. 128, "Earnings Per Share," for the three months and nine months ended September 30, 2000 and 1999.

|  | Three Months Ended September 30, |  |  |  | Nine Months Ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 |  | 1999 |  | 2000 |  | 1999 |
| Net income | \$ | 12,105 | \$ | 17,134 | \$ | 65,009 | \$ | 49,341 |
| Shares used for determining basic earnings per common share 27,134,430 27,698,598 27,282,984 27,763,251 |  |  |  |  |  |  |  |  |
| Dilutive effect of |  |  |  |  |  |  |  |  |
| Stock options |  | 140, 264 |  | 270,402 |  | 177,394 |  | 269,705 |
| Contingent shares |  | 360, 000 |  | 240,000 |  | 360, 000 |  | 240, 000 |
| Shares used for determining diluted earnings per common share 27,634,694 28,209,000 27,820,378 28,272,956 |  |  |  |  |  |  |  |  |
| Basic earnings per common share | \$ | 0.45 | \$ | 0.62 | \$ | 2.38 | \$ | 1.78 |
| Diluted earnings per common share | \$ | 0.44 | \$ | 0.61 | \$ | 2.34 | \$ | 1.75 |

## 2. GAINS FROM SALE OF ASSETS

From time to time, Rayonier opportunistically sells non-strategic assets to monetize portions of its asset base. In March 2000, Rayonier sold
approximately 57,000 acres of Southeastern U.S. forestland to various third
parties for $\$ 49.6$ million, resulting in a pre-tax gain of $\$ 23.1$ million
( $\$ 14.4$ million after tax, or $\$ 0.51$ per diluted common share). The proceeds
of these sales were used to reduce debt.
3. INCOME TAXES

During the third quarter of 2000, the Company reduced its 2000 income tax provision by $\$ 2.6$ million upon resolution of outstanding tax issues.
4. RECLASSIFICATIONS

Certain reclassifications of the prior year amounts have been made to conform with the current year presentation.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

## SEGMENT INFORMATION

Rayonier operates in two major business segments, Timber and Wood Products and Specialty Pulp Products. The Timber and Wood Products segment includes two reportable business units, Forest Resources and Trading and Wood Products. Chemical Cellulose and Fluff and Specialty Paper Pulps are product lines within the Specialty Pulp Products segment. The Company renamed its Specialty Pulp Products segment, the Performance Fibers group, as detailed in its press release dated November 9, 2000. This change will be reflected in future filings.

The amounts and relative contributions to sales and operating income attributable to each of Rayonier's reportable business units for the three months and nine months ended September 30, 2000 and 1999 were as follows (thousands of dollars):

|  | Three Months Ended September 30, |  |  |  | Nine Months Ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 |  | 1999 |  | 2000 |  | 1999 |
| SALES |  |  |  |  |  |  |  |  |
| Timber and Wood Products |  |  |  |  |  |  |  |  |
| Forest Resources and Trading | \$ | 94,293 | \$ | 111, 255 | \$ | 335, 608 |  | 330, 399 |
| Wood Products |  | 22,940 |  | 31,995 |  | 86,239 |  | 89,409 |
| Total Timber and Wood Products |  | 117,233 |  | 143,250 |  | 421, 847 |  | 419, 808 |
| Specialty Pulp Products |  |  |  |  |  |  |  |  |
| Chemical Cellulose |  | 71,380 |  | 67,072 |  | 220, 232 |  | 199,857 |
| Fluff and Specialty Paper Pulps |  | 62,445 |  | 45,442 |  | 181,878 |  | 120,767 |
| Total Specialty Pulp Products |  | 133,825 |  | 112,514 |  | 402,110 |  | 320, 624 |
| Intersegment Eliminations |  | -- |  | (311) |  | (192) |  | (560) |
| Total Sales |  | 251, 058 |  | 255,453 | \$ | 823,765 |  | 739,872 |

OPERATING INCOME (LOSS)

| Forest Resources and Trading Wood Products | \$ | $\begin{aligned} & 19,947 \\ & (7,117) \end{aligned}$ | \$ | $\begin{array}{r} 20,517 \\ 1,745 \end{array}$ | \$ | $\begin{gathered} 94,461 \\ (11,250) \end{gathered}$ | \$ | $\begin{array}{r} 78,926 \\ 2,808 \end{array}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Total Timber and Wood Products |  | 12,830 |  | 22,262 |  | 83,211 |  | 81,734 |
| Specialty Pulp Products |  | 22,853 |  | 10,394 |  | 61,362 |  | 22,416 |
| Corporate and Other |  | $(2,118)$ |  | (543) |  | $(12,236)$ |  | $(8,842)$ |
| Total Operating Income | \$ | 33,565 | \$ | 32,113 | \$ | 132, 337 | \$ | 95,308 |

RESULTS OF OPERATIONS

SALES AND OPERATING INCOME (LOSS)
Sales for the third quarter of 2000 were $\$ 251.1$ million, $\$ 4.4$ million below prior year, primarily due to lower $\log$ and wood products trading activity and weakness in lumber markets, partially offset by stronger Specialty Pulp Products markets and additional Southeast timber volume related to the 1999 acquisition. Sales for the nine months ended September 30,2000 of $\$ 823.8$ million were $\$ 83.9$ million higher than the prior year, due to increases in the Specialty Pulp Products segment, primarily the result of higher volume and prices, as well as increases in the Timber and Wood Products segment, primarily the result of increased timber harvesting in both the Southeast U.S. and the Northwest U.S., and higher Southeast U.S. land sales partially offset by weakness in lumber markets.

Operating income for the third quarter of 2000 of $\$ 33.6$ million was $\$ 1.5$ million above prior year, and operating income for the nine months ended September 30, 2000 of $\$ 132.3$ million was $\$ 37.0$ million above prior year. Specialty Pulp Products operating results for both periods increased due to higher volumes, higher prices and lower costs. Timber and Wood Products results declined in the third quarter compared to the prior year due primarily to lower lumber pricing and a lower harvest in the Northwest U.S. partially due to an unusually strong first quarter 2000 harvest. However, for the nine months ended September 30, 2000, increased timber volume, primarily from the unusually strong Northwest J.S. harvest during first quarter 2000, more than offset the impact of lower lumber prices.

## TIMBER AND WOOD PRODUCTS

Timber and Wood Products sales for the third quarter of 2000 were $\$ 117.2$ million, $\$ 26.0$ million below prior year, although sales for the nine months ended September 30, 2000 at $\$ 421.8$ million were $\$ 2.0$ million above prior year. Operating income for the third quarter of 2000 of $\$ 12.8$ million was $\$ 9.4$ million below prior year. Operating income for the nine months ended September 30, 2000, however, at $\$ 83.2$ million was $\$ 1.5$ million above prior year.

## FOREST RESOURCES AND TRADING

Forest Resources and Trading sales for the third quarter of 2000 were $\$ 94.3$ million, $\$ 17.0$ million below prior year. Higher Southeast U.S. timber volumes were more than offset by lower Northwest U.S. timber volumes, which had been unusually strong in first quarter 2000, lower Northwest U.S. and Southeast U.S. timber prices and lower log trading activity. For the nine months ended September 30, 2000, sales were $\$ 335.6$ million, $\$ 5.2$ million above prior year. The sales improvement was the result of increased volumes in the Southeast U.S. resulting from the Smurfit forestlands acquisition, and unusually strong first quarter 2000 Northwest U.S. timber volumes. These improvements in sales were partially offset by lower timber prices in the Southeast U.S.

Operating income for the third quarter of 2000 was $\$ 19.9$ million, $\$ 0.6$ million below prior year, as increased timber volume and prices in the Southeast U.S. and New Zealand were more than offset by lower timber volume and prices in the Northwest U.S and lower timber prices in the Southeast U.S. For the nine months ended September 30, 2000, operating income was \$94.5 million, $\$ 15.5$ million above prior year. The increase was primarily a result of the unusually strong Northwest U.S. timber sales activity in first quarter 2000, and higher Southeast U.S. land sales.

WOOD PRODUCTS
Wood Products sales for the third quarter of 2000 were $\$ 22.9$ million, $\$ 9.1$ million below prior year, and sales for the nine months ended September 30, 2000 of $\$ 86.2$ million were $\$ 3.2$ million below prior year. Operating losses of $\$ 7.1$ million and $\$ 11.3$ million for the third quarter of 2000 and nine months ended September 30, 2000, respectively, were $\$ 8.9$ million and $\$ 14.1$ million below prior year results, respectively. The lower operating income is attributable to lower lumber pricing and higher logs costs, partially offset by continued operating and price improvements at the New Zealand medium-density-fiberboard (MDF) plant.

## SPECIALTY PULP PRODUCTS

Sales of Specialty Pulp Products for the third quarter of 2000 were $\$ 133.8$ million, $\$ 21.3$ million above prior year, due to stronger fluff pulp pricing and higher pulp volumes, partially offset by lower chemical cellulose prices. For the nine months ended September 30, 2000, sales were $\$ 402.1$ million, $\$ 81.5$ million above prior year. Operating income of $\$ 22.9$ million and $\$ 61.4$ million for the third quarter of 2000 and nine months ended September 30, 2000, respectively, were $\$ 12.5$ million and $\$ 38.9$ million above prior year. Third quarter 2000 fluff and specialty paper pulp prices were 28.7 percent higher than prior year, while overall volumes for chemical cellulose, and fluff and specialty paper pulps were 7.9 percent higher. For the nine months ended September 30, 2000, fluff and specialty paper pulp prices were 26 percent higher, while chemical cellulose and fluff and specialty paper pulp volumes increased 16.1 percent.

## CORPORATE AND OTHER

Corporate and other costs for the third quarter of 2000 were $\$ 2.1$ million, $\$ 1.6$ million above prior year, due to increased incentive compensation costs. Additionally, corporate and other expenses for the nine months ended September 30, 2000 of $\$ 12.2$ million were $\$ 3.4$ million above prior year, principally as a result of costs associated with the headquarters relocation from Stamford, CT to Jacksonville, FL.

## INTEREST EXPENSE

Interest expense of $\$ 20.6$ million and $\$ 65.0$ million for the third quarter of 2000 and the nine months ended September 30, 2000, respectively, were \$13.3 million and $\$ 42.3$ million above prior year, reflecting higher debt levels associated with the Smurfit forestland acquisition and slightly higher interest rates.

MISCELLANEOUS (EXPENSE) INCOME, NET
Miscellaneous (expense) income for the third quarter of 2000 was $\$(2.4)$ million compared to $\$ 0.1$ million in the prior year, and $\$(3.0)$ million for the nine months ended September 30, 2000 compared to $\$ 0.6$ million for the nine months ended September 30, 1999. The increased expense for both the third quarter of 2000 and the nine months ended September 30, 2000 reflect losses on the mark-to-market of foreign exchange forward contracts.

## GAINS FROM SALES OF ASSETS

In March 2000, Rayonier sold approximately 57,000 acres of non-strategic Southeast U.S. forestland to various third parties for $\$ 49.6$ million, resulting in a pre-tax gain of $\$ 23.1$ million ( $\$ 14.4$ million after tax, or $\$ 0.51$ per diluted common share). The proceeds of these sales were used to reduce debt.

## INCOME TAXES

During the third quarter of 2000, the Company reduced its 2000 income tax provision by $\$ 2.6$ million upon resolution of outstanding tax issues, which resulted in an income tax benefit of $\$ 1.5$ million for the quarter. The effective tax rate for the nine months ended September 30, 2000 was 25.7 percent. The effective tax rates for the corresponding periods in the prior year were 31.2 percent and 32.6 percent. The Company's effective tax rate continues to be below U.S. statutory rates, resulting from the lower tax rates in effect for foreign subsidiaries and various tax credits

## NET INCOME

Net income for the third quarter of 2000 was $\$ 12.1$ million, or $\$ 0.44$ per diluted common share, compared to $\$ 17.1$ million, or $\$ 0.61$ per diluted common share, for the third quarter of 1999. Net income for the nine months ended September 30, 2000 was $\$ 65.0$ million, or $\$ 2.34$ per diluted common share, compared to $\$ 49.3$ million, or $\$ 1.75$ per diluted common share, for the nine months ended September 30, 1999. Net income for the nine months ended September 30, 2000 included $\$ 14.4$ million, or $\$ 0.51$ per diluted common share, reflecting gains from the sale of non-strategic forestland.

In its press release dated October 23, 2000, the Company said specialty pulp markets and pricing remain firm, wood products markets continue to languish. However, seasonal increases in timber volumes should result in fourth quarter earnings that are higher than the third quarter but lower than fourth quarter 1999.

## IQUIDITY AND CAPITAL RESOURCES

Cash flow provided by operating activities of $\$ 173.7$ million for the nine months ended September 30, 2000 increased $\$ 26.4$ million from 1999 , primarily as a result of improvements in net income. Cash flow used for investing activities for the nine months ended September 30,2000 was $\$ 9.3$ million, decreased $\$ 51.7$ million from 1999, primarily the result of capital expenditures being mostly offset by monetizing certain non-strategic forestlands. EBITDA (defined as earnings from continuing operations before significant non-recurring items, provision for dispositions, interest expense, income taxes, depreciation, depletion and amortization and the non-cash cost of land sales) for the three months and nine months ended September 30, 2000 was $\$ 77.0$ million and $\$ 249.8$ million, respectively, $\$ 16.6$ million and $\$ 72.5$ million higher than the prior year. During the nine months ended September 30, 2000, cash from operating activities and the proceeds from the sale of non-strategic assets were used to finance capital expenditures of $\$ 63.1$ million, pay dividends of $\$ 29.4$ million, repurchase common shares for $\$ 17.6$ million, and reduce debt by $\$ 126.9$ million.

The Company repurchased 204,500 of its shares during the third quarter of 2000 at an average cost of $\$ 40.41$ for a total of $\$ 8.3$ million, and 433,000 shares during the nine months ended September 30,2000 at an average cost of $\$ 40.70$ for a total of $\$ 17.6$ million. These activities completed a one million share repurchase program authorized in October 1998. During the third quarter of 1999 and the nine months ended September 30, 1999, the Company repurchased 249,000 and 373,300 shares, at average costs
of $\$ 43.53$ and $\$ 44.03$ per share for $\$ 10.8$ million and $\$ 16.4$ million, respectively. On October 20, 2000 the Company's Board of Directors authorized another share repurchase program of up to one million shares.

At September 30, 2000, debt was $\$ 1,009.3$ million and the debt-to-capital ratio was 60.0 percent, compared to debt of $\$ 1,136.2$ million and a debt-to-capital ratio of 63.5 percent at December 31, 1999. Excluding U.S. timberland external debt, corporate debt was $\$ 286.8$ million, a reduction of $\$ 132.4$ million from December 31, 1999 and $\$ 152.2$ million from September 30, 1999. The Company has unsecured credit facilities totaling $\$ 300$ million, which were used as support for $\$ 35$ million of outstanding commercial paper. As of September 30, 2000, Rayonier (excluding U.S. timberland revolving credit facilities) had \$265 million available under its revolving credit facilities.

In connection with the financing of the Smurfit forestland acquisition, Rayonier Timberlands Operating Company, L.P. (RTOC), a wholly-owned limited partnership, issued notes totaling $\$ 485$ million, and entered into an agreement with a group of banks that provided RTOC with an unsecured term loan of $\$ 200$ million and revolving credit facilities totaling $\$ 75$ million, which expire in 2004 . As of September 30, 2000 and December 31, 1999, RTOC's outstanding external debt was $\$ 722.5$ million and $\$ 717.0$ million, respectively. RTOC had $\$ 40$ million of available borrowings under its revolving credit facilities as of September 30, 2000.

In addition, the Company has on file with the Securities and Exchange Commission shelf registration statements to offer $\$ 150$ million of new public debt securities. The Company believes that internally generated funds, combined with available external financing, will enable Rayonier to fund capital expenditures, share repurchases, working capital and other liquidity needs for the foreseeable future.

SAFE HARBOR
Comments about market trends, anticipated volumes and earnings and other future activities are forward-looking and are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Changes in the following important factors, among others, could cause actual results to differ materially from those expressed in the forward-looking statements: changes in global market trends; interest rate and currency movements; fluctuations in demand for specialty chemical cellulose and fluff pulps, export and domestic logs, and wood products; the impact of such market factors on the Company's timber sales in the U.S. and New Zealand; adverse weather conditions; production costs for wood products and for specialty pulps, particularly for raw materials such as wood and chemicals; and governmental policies and regulations affecting the environment, import and export controls, and taxes.

|  | Three Months Ended September 30, |  | Nine Months Ended September 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 2000 | 1999 | 2000 | 1999 |
| TIMBER AND WOOD PRODUCTS |  |  |  |  |
| Log trading sales volume |  |  |  |  |
| North America, in millions of board feet | 42 | 57 | 166 | 132 |
| New Zealand, in thousands of cubic meters | 348 | 306 | 897 | 897 |
| Other, in thousands of cubic meters | 41 | 157 | 246 | 429 |
| Timber sales volume |  |  |  |  |
| Northwest U.S., in millions of board feet | 26 | 33 | 180 | 165 |
| Southeast U.S., in thousands of short green tons | 1,237 | 664 | 3,373 | 1,795 |
| New Zealand, in thousands of cubic meters | 370 | 324 | 912 | 915 |
| Lumber sales volume, in millions of board feet | 51 | 65 | 186 | 189 |
| Medium-density fiberboard sales volume, |  |  |  |  |
| in thousands of cubic meters | 37 | 33 | 113 | 91 |
| Intercompany timber sales volume |  |  |  |  |
| Northwest U.S., in millions of board feet | 6 | 3 | 45 | 21 |
| Southeast U.S., in thousands of short green tons | 4 | 15 | 27 | 26 |
| New Zealand, in thousands of cubic meters | 177 | 159 | 440 | 428 |
| SPECIALTY PULP PRODUCTS |  |  |  |  |
| Pulp sales volume |  |  |  |  |
| Chemical cellulose, in thousands of metric tons | 87 | 80 | 265 | 235 |
| Fluff and specialty paper pulp, in thousands of metric tons | 91 | 85 | 276 | 231 |
| Production as a percent of capacity | 103.4\% | 95.4\% | 102.9\% | 94.7\% |

SELECTED SUPPLEMENTAL FINANCIAL DATA (thousands of dollars, except per share data)

|  | Three Months Ended September 30, |  |  |  | Nine Months Ended September 30, |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2000 |  | 1999 |  | 2000 |  | 1999 |
| GEOGRAPHICAL DATA (NON-U.S.)Sales |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |
| New Zealand | \$ | 25,388 | \$ | 20,678 | \$ | 68,241 | \$ | 60,483 |
| Other |  | 5,689 |  | 9,662 |  | 29,686 |  | 30,745 |
| Total | \$ | 31, 077 | \$ | 30,340 | \$ | 97,927 | \$ | 91,228 |
| Operating income (loss) |  |  |  |  |  |  |  |  |
| New Zealand | \$ | (378) | \$ | $(2,462)$ | \$ | $(1,842)$ | \$ | $(5,165)$ |
| Other |  | (495) |  | (352) |  | (228) |  | (620) |
| Total | \$ | (873) | \$ | $(2,814)$ | \$ | $(2,070)$ | \$ | $(5,785)$ |
| FOREST RESOURCES |  |  |  |  |  |  |  |  |
| Sales |  |  |  |  |  |  |  |  |
| Northwest U.S. | \$ | 8,430 | \$ | 11,488 | \$ | 64,429 | \$ | 59,070 |
| Southeast U.S. |  | 29,476 |  | 19,701 |  | 83,968 |  | 51,397 |
| New Zealand |  | 7,341 |  | 6,035 |  | 17,510 |  | 18,827 |
| Total | \$ | 45,247 | \$ | 37,224 |  | 165,907 |  | 129,294 |
| Operating income |  |  |  |  |  |  |  |  |
| Northwest U.S. | \$ | 5,205 | \$ | 6,576 | \$ | 52,243 | \$ | 43,846 |
| Southeast U.S. |  | 12,777 |  | 14,597 |  | 37,564 |  | 37,592 |
| New Zealand |  | 2,948 |  | 1,277 |  | 5,730 |  | 4,742 |
| Total | \$ | 20,930 | \$ | 22,450 | \$ | 95,537 | \$ | 86,180 |
| EBITDA per share |  |  |  |  |  |  |  |  |
| Northwest U.S. | \$ | 0.23 | \$ | 0.27 | \$ | 2.00 | \$ | 1.66 |
| Southeast U.S. |  | 0.94 |  | 0.62 |  | 2.65 |  | 1.63 |
| New Zealand |  | 0.23 |  | 0.17 |  | 0.54 |  | 0.52 |
| Total | \$ | 1.40 | \$ | 1.06 | \$ | 5.19 | \$ | 3.81 |

Three Months Ended September 30,

1999


Nine Months Ended September 30,

2000
$\$ \quad \begin{array}{r}(1,842) \\ (228)\end{array}$
------
$\$ \quad(2,070)$
=========

PART II. OTHER INFORMATION
ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K
(a) See Exhibit Index
(b) Rayonier Inc. filed a current report on Form 8-K dated October 6, 2000, which included a press release dated September 22, 2000.

## SIGNATURE

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

RAYONIER INC. (Registrant)

BY /s/ GEORGE C. KAY

George C. Kay
Vice President and
Corporate Controller
(Chief Accounting Officer)

## EXHIBIT INDEX

## EXHIBIT NO

2
3.1
3.2

DESCRIPTION

Plan of acquisition, reorganization, arrangement, liquidation or succession

Amended and restated articles of incorporation
By-laws

Instruments defining the rights of security holders, including indentures

## LOCATION

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None

No amendments
No amendments

Not required to be filed. The Registrant hereby agrees to file with the Commission a copy of any instrument defining the rights of holders of the Registrant's long-term debt upon request of the Commission.

None

Not required to be filed
Filed herewith

None
None
None
None

None
None
Filed herewith
None

RAYONIER INC. AND SUBSIDIARIES
RATIO OF EARNINGS TO FIXED CHARGES
(UNAUDITED)
(THOUSANDS OF DOLLARS)

|  | Nine Months Ended September 30, |  |
| :---: | :---: | :---: |
|  | 2000 | 1999 |
| Earnings: |  |  |
| Net Income | \$ 65,009 | \$ 49,341 |
| Add: |  |  |
| Income Taxes | 22,487 | 23,869 |
| Amortization of Capitalized Interest | 1,731 | 1,748 |
| Additions to Net Income | 24,218 | 25,617 |
| Adjustments to Earnings for Fixed Charges: |  |  |
| Interest and Other Financial Charges | 64,988 | 22,693 |
| Interest Factor Attributable to Rentals | 1,026 | 1,313 |
| Adjustments for Fixed Charges | 66,014 | 24,006 |
| EARNINGS AS ADJUSTED | \$155, 241 | \$ 98,964 |
| Fixed Charges: |  |  |
| Fixed Charges above | \$ 66,014 | \$ 24,006 |
| Capitalized Interest | -- | 314 |
| TOTAL FIXED CHARGES | \$ 66,014 | \$ 24,320 |
| RATIO OF EARNINGS AS ADJUSTED TO |  |  |
| TOTAL FIXED CHARGES | 2.35 | 4.07 |

9-MOS
DEC-31-2000
JAN-01-2000
SEP-30-2000
4,627
0
109, 715
4,773
101,498
260, 380
$1,352,898$
713, 112
2,180, 206
195, 689
$1,007,070$
0
0
44, 807
2,180,206 627,943

823,765
823,765 661,506 661,506
29,922
64,988

$$
87,495
$$

25,009 22,486
65,009
$0^{\circ}$
0
65, 009
2.38
2.34

