## Second Quarter 2010 Financial Presentation Material





#### Safe Harbor

Certain statements in this document regarding anticipated financial outcomes including earnings guidance, if any, business and market conditions, outlook and other similar statements relating to Rayonier's future financial and operational performance, are "forward-looking statements" made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and other federal securities laws. These forward-looking statements are identified by the use of words such as "may," "will," "should," "expect," "estimate," "believe," "anticipate" and other similar language. Forward-looking statements are not guarantees of future performance and undue reliance should not be placed on these statements.

The following important factors, among others, could cause actual results to differ materially from those expressed in forward-looking statements that may have been made in this document: the effect of the current economic downturn, which is impacting many areas of our economy, including the housing market, availability and cost of credit, and demand for our products and real estate; the cyclical and competitive nature of the industries in which we operate; fluctuations in demand for, or supply of, our forest products and real estate offerings; entry of new competitors into our markets; changes in global economic conditions and world events, including political changes in particular regions or countries; the uncertainties of potential impacts of climate-related initiatives; changes in energy and raw material prices, particularly for our Performance Fibers and wood products businesses; impacts of the rising cost of fuel, including the cost and availability of transportation for our products, both domestically and internationally, and the cost and availability of third party logging and trucking services; unanticipated equipment maintenance and repair requirements at our manufacturing facilities; the geographic concentration of a significant portion of our timberland; our ability to identify and complete timberland acquisitions; changes in environmental laws and regulations, including laws regarding air emissions and water discharges, remediation of contaminated sites. timber harvesting, delineation of wetlands, and endangered species, that may restrict or adversely impact our ability to conduct our business, or increase the cost of doing so; adverse weather conditions, natural disasters and other catastrophic events such as hurricanes, wind storms and wildfires, which can adversely affect our timberlands and the production, distribution and availability of our products and raw materials such as wood, energy and chemicals; interest rate and currency movements; our capacity to incur additional debt, and any decision we may make to do so; changes in tariffs, taxes or treaties relating to the import and export of our products or those of our competitors; the ability to complete like-kind exchanges of property; changes in key management and personnel; our ability to continue to qualify as a REIT and to fund distributions using cash generated through our taxable REIT subsidiaries; and changes in tax laws that could reduce the benefits associated with REIT status, or the alternative fuel mixture credit discussed in this document. In addition, specifically with respect to our Real Estate business, the following important factors, among others, could cause actual results to differ materially from those expressed in forward-looking statements that may have been made in this document: the cyclical nature of the real estate business generally, including fluctuations in demand for both entitled and unentitled property; the current downturn in the housing market, the lengthy, uncertain and costly process associated with the ownership, entitlement and development of real estate, especially in Florida, which also may be affected by changes in law, policy and political factors beyond our control; the potential for legal challenges to entitlements and permits in connection with our properties; unexpected delays in the entry into or closing of real estate transactions; the existence of competing developers and communities in the markets in which we own property; the pace of development and the rate and timing of absorption of existing entitled property in the markets in which we own property; changes in the demographics affecting projected population growth and migration to the Southeastern U.S.; changes in environmental laws and regulations, including laws regarding water withdrawal and management and delineation of wetlands, that may restrict or adversely impact our ability to sell or develop properties; the cost of the development of property generally, including the cost of property taxes, labor and construction materials; the timing of construction and availability of public infrastructure; and the availability of financing for real estate development and mortgage loans.

Additional factors are described in the company's most recent Form 10-K and 10-Q reports on file with the Securities and Exchange Commission. Rayonier assumes no obligation to update these statements except as is required by law.



### **Financial Highlights**

(\$ Millions - Except EPS)

	2Q 2010	1Q 2010	2Q 2009
<u>Profitability</u>			
Sales	312	310	279
Operating income	56	77	134
Pro forma operating income *	56	65	48
Net income	39	57	108
Pro forma net income *	39	46	28
Earnings Per Share:			
Net income	0.48	0.71	1.35
Pro forma net income *	0.48	0.56	0.36
Average diluted shares (millions)	81.1	80.7	79.8

	Six Months E	nded June 30,
	2010	2009
Capital Resources and Liquidity		
Cash Provided by Operating Activities	356	127
Cash Used for Investing Activities	(77)	(53)
Cash Used for Financing Activities	(10)	(76)
Adjusted EBITDA *	201	183
Cash Available for Distribution (CAD) *	303	96
	6/30/2010	12/31/2009
Debt	764	700
Debt / Capital	39.3%	37.9%
Cash	344	75



Non-GAAP measures (see pages 6, 17, 18, 19, 20 and 21 for definitions and reconciliations).

# Variance Analysis – 1Q 10 to 2Q 10 (\$ Millions)

#### **Operating Income**

	 1
2010 1Q (Pro forma) *	\$ 65
Variance	
Timber	
- Price	3
- Volume	(1)
- Costs / Other	(2)
Real Estate	(13)
Performance Fibers	
- Price - Absorbent Materials	3
- Volume	1
- Cost / Other	(4)
Wood Products - Price	 4
2010 2Q (Pro forma) *	\$ 56

<sup>\*</sup> Non-GAAP measure (See page 18 for reconciliation).



## Variance Analysis – 2Q 09 to 2Q 10 (\$ Millions)

	Operating Income									
	Qı	ıarter	Year	to-date						
2009 2Q	\$	48	\$	92						
Variance										
Timber										
- Price		11		17						
- Volume		(3)		(3)						
- Costs / Other		-		5						
Real Estate		(20)		(17)						
Performance Fibers										
- Price		(2)		(7)						
- Volume		11		11						
- Costs / Other		1		10						
Wood Products		7		10						
Other Operations		3		3						
2010 2Q (Pro forma)*	\$	56	\$	121						

<sup>\*</sup> Non-GAAP measure (See page 18 and 19 for reconciliation).



#### **Cash Available for Distribution\***

(\$ Millions – Except Per Share Data)

		Six Months Ende						
	2	2009						
Cash Available for Distribution (CAD)  Cash provided by operating activities	\$	355.8	\$	127.2				
Capital expenditures **	Ψ	(71.3)	Ψ	(50.1)				
Change in committed cash		9.9		20.5				
Other		8.8		(1.2)				
Cash Available for Distribution	\$	303.2	\$	96.4				
Shares outstanding	80,	253,894	79,	170,914				
CAD per share	\$	3.78	\$	1.22				
Dividends per share	\$	1.00	\$	1.00				

<sup>\*</sup> Non-GAAP measure (See page 17 for definition).



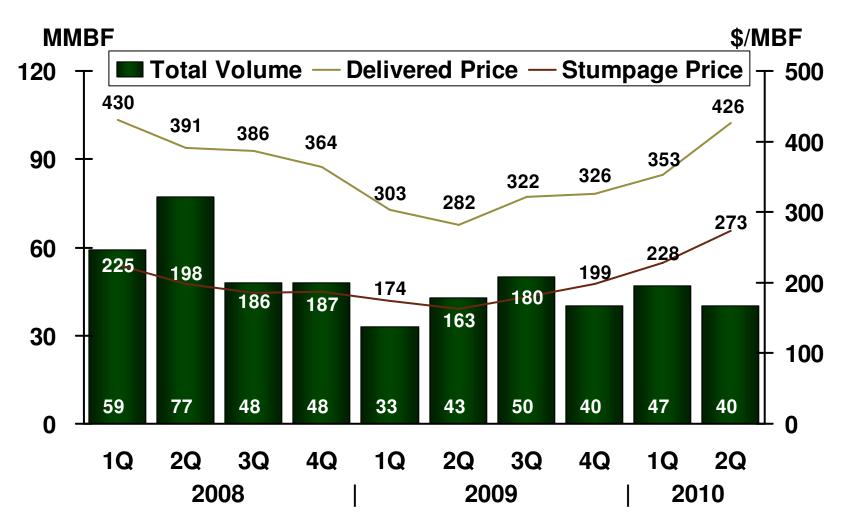
<sup>\*\*</sup> Capital spending excludes strategic acquisitions.





## **Markets and Operations**

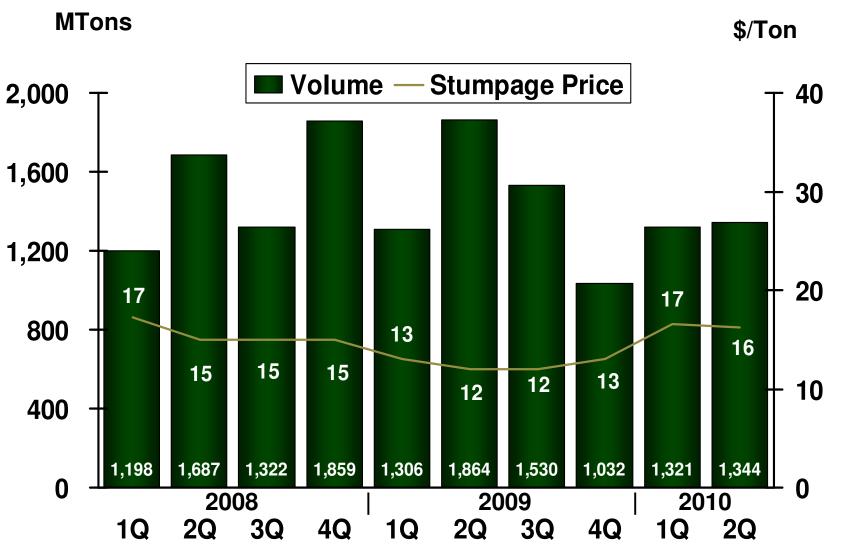
#### **Western Timber Sales \***



<sup>\*</sup> The Western region represents the Company's operations in Washington State.



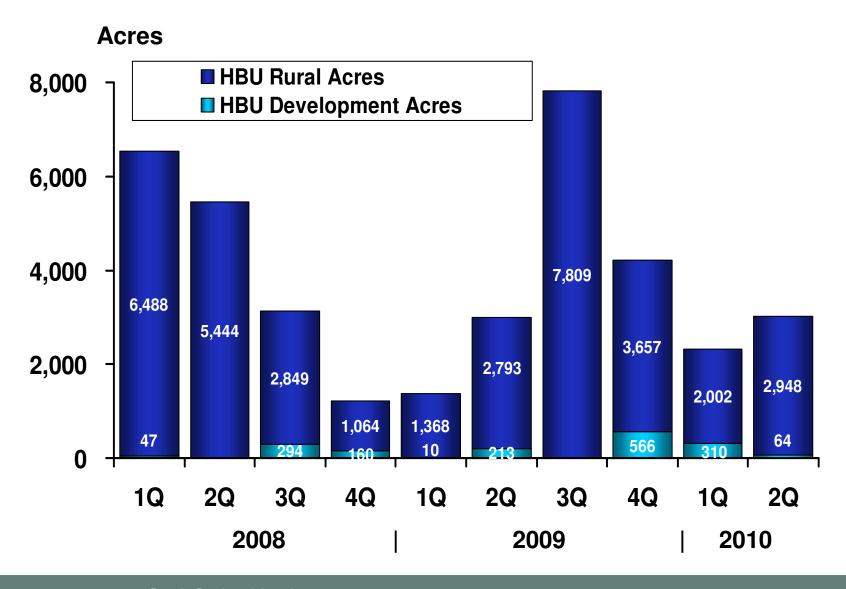
#### **Eastern Pine Timber Sales \***



<sup>\*</sup> The Eastern region represents the Company's operations in Alabama, Arkansas, Florida, Georgia, Louisiana, New York, Oklahoma and Texas.

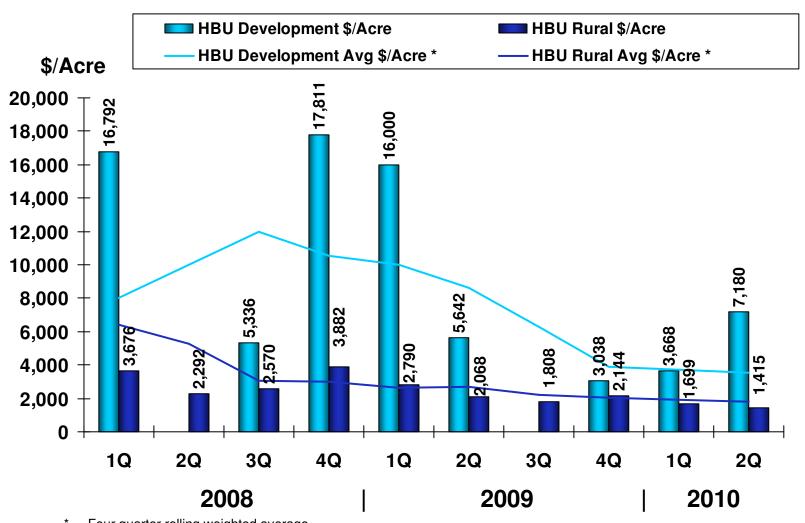


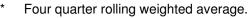
#### **HBU Real Estate Acres - Sales**





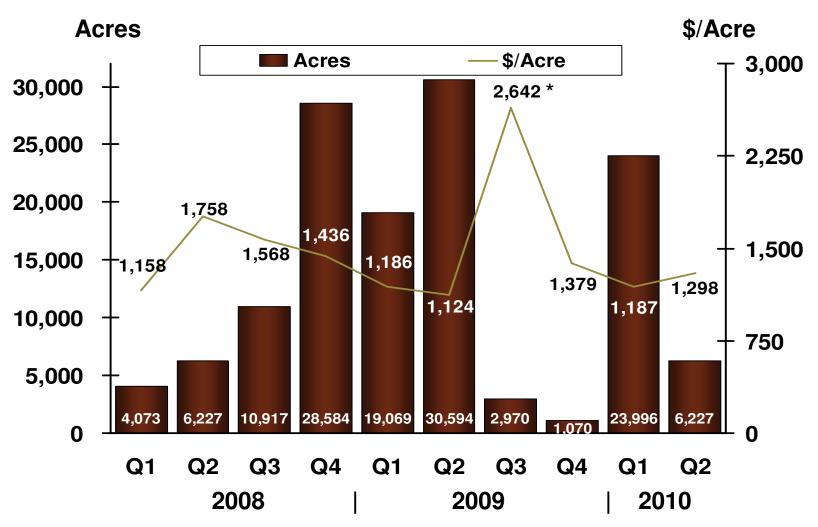
#### **HBU Real Estate Sales Prices**







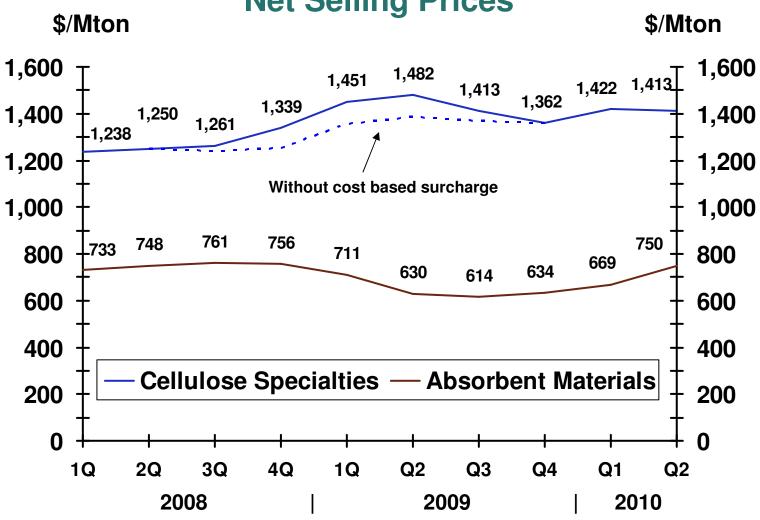
#### **Non-Strategic Timberland Acres - Sales**



<sup>\*</sup> Third quarter 2009 includes a proportionately higher percentage of sales in the Pacific Northwest where the price per acre is traditionally higher than the Southeast.

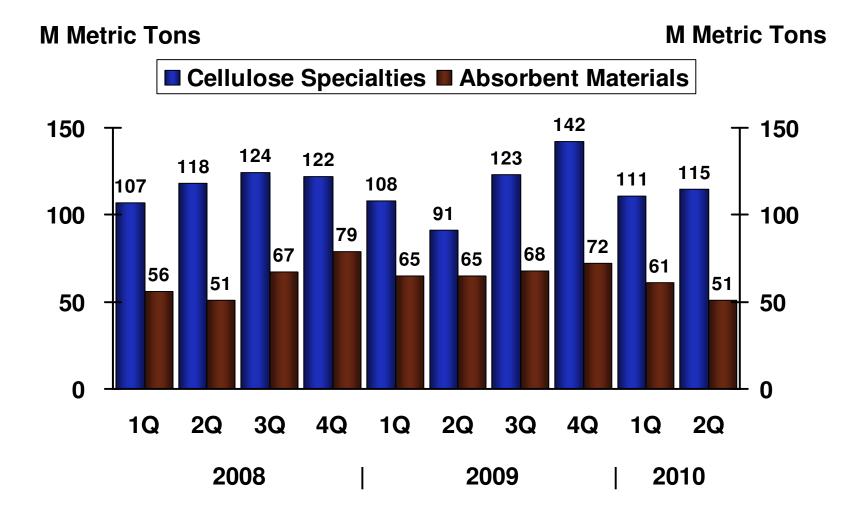


# **Performance Fibers Net Selling Prices**





# Performance Fibers Sales Volumes



### **Earnings Per Share**

(\$ / Share)

		Pro forn	na *			Act	tual				
	201	10	2	009	2	010	2	2009			
First Quarter	\$	0.56	\$	0.33	\$	0.71	\$	0.33			
Second Quarter	\$	0.48		0.36		0.48		1.35			
Third Quarter				0.40				1.01			
Fourth Quarter				0.42				1.21			
Full Year	(\$2.05 -	\$2.20)	\$	1.50			\$	3.91			



<sup>\*</sup> First Quarter 2010 pro forma earnings per share excludes a \$0.15 benefit for the gain on sale of a portion of the company's interest in the New Zealand joint venture. Second, third and fourth quarter 2009 pro forma results exclude a per share benefit from the alternative fuel mixture credit of \$0.99, \$0.61 and \$0.79 respectively. Pro forma earnings per share is a non-GAAP measure, see page 18 for reconciliation.



# **Appendix**





#### **Definitions of Non-GAAP Measures**

**Adjusted EBITDA** is defined as earnings before interest, taxes, depreciation, depletion, amortization and the non-cash cost basis of real estate sold. Adjusted EBITDA is a non-GAAP measure of the operating cash generating capacity of the Company.

Cash Available for Distribution (CAD) is defined as cash provided by operating activities adjusted for capital spending, the tax benefits associated with certain strategic acquisitions, the change in committed cash, and other items which include cash provided by discontinued operations, proceeds from matured energy forward contracts, excess tax benefits on stock based compensation and the change in capital expenditures purchased on account. CAD is a non-GAAP measure of cash generated during a period that is available for dividend distribution, repurchase of the Company's common shares, debt reduction and for strategic acquisitions net of associated financing. CAD is not necessarily indicative of the CAD that may be generated in future periods.



# Reconciliation of Reported to Pro Forma Earnings

(\$ Millions – Except EPS)

						Three M	<b>l</b> onth	s Ended				
	June	30,	Mar 31,					,	Sep	30,	June 30,	
	 201	0	2010			2	2009			09	20	09
		Per			Per			Per		Per	•	Per
		Diluted			Diluted		D	iluted		Diluted		Diluted
	\$	Share		\$	Share	\$	_ 5	Share	\$	Share	\$	Share
Operating Income	\$ 56.3		\$	76.9		\$120.9			\$111.1		\$134.2	
Gain on sale of portion of New Zealand JV interest	-			(12.4)		-			-		-	
Alternative Fuel Mixture Credit	-			-		(63.5)			(55.8)		(85.9)	
Pro Forma Operating Income	\$ 56.3		\$	64.5		\$ 57.4	- -		\$ 55.3		\$ 48.3	
Net Income	\$ 38.5	\$ 0.48	\$	57.0	\$ 0.71	\$ 97.7	\$	1.21	\$ 81.1	\$ 1.01	\$107.7	\$ 1.35
Gain on sale of portion of New Zealand JV interest	_	-		(11.5)	(0.15)	_		-	_	_	_	-
Alternative Fuel Mixture Credit	-	-		-	-	(64.3)		(0.79)	(49.1)	(0.61)	(79.3)	(0.99)
Pro Forma Net Income	\$ 38.5	\$ 0.48	\$	45.5	\$ 0.56	\$ 33.4	\$	0.42	\$ 32.0	\$ 0.40	\$ 28.4	\$ 0.36

# Reconciliation of Reported to Pro Forma Earnings

(\$ Millions – Except EPS)

		Six Mont	hs Ended	
	June	30,	June	30,
	 201	0	20	09
		Per		Per
		Diluted		Diluted
	\$	Share	\$	Share
Operating Income	\$ 133.2		\$ 177.4	
Gain on sale of portion of New Zealand JV interest	(12.4)		-	
Alternative Fuel Mixture Credit	-		(85.9)	
Pro Forma Operating Income	\$ 120.8		\$ 91.5	
Net Income	\$ 95.5	\$1.18	\$ 133.7	\$ 1.68
Gain on sale of portion of New Zealand JV interest	(11.5)	(0.14)	-	-
Alternative Fuel Mixture Credit	-	-	(79.3)	(1.00)
Pro Forma Net Income	\$ 84.0	\$1.04	\$ 54.4	\$ 0.68



## Adjusted EBITDA by Segment (\$ Millions)

The Marks Fals I	Ti	mber	Rea	ll Estate	_	ormance Fibers		ood ducts	Tra	ading		porate d other		Total
Three Months Ended														
June 30, 2010	Φ	0.7	Φ	4.4	\$	45.0	Φ	4.0	Φ	0.7	Φ	(C F)	Φ	FC 0
Operating Income	\$	8.7	\$	4.1	Ф	45.0	\$	4.3	\$	0.7	\$	(6.5)	\$	56.3
Depreciation, depletion and amortization		17.2		2.5		12.2		1.1		-		0.2		33.2
Non-cash cost of real estate sold				1.2		-				-				1.2
Adjusted EBITDA	\$	25.9	\$	7.8	\$	57.2	\$	5.4	\$	0.7	\$	(6.3)	\$	90.7
March 31, 2010														
Pro forma Operating Income *	\$	8.2	\$	17.4	\$	44.9	\$	-	\$	0.6	\$	(6.6)	\$	64.5
Depreciation, depletion and amortization		16.8		9.5		15.8		1.1		-		0.1		43.3
Non-cash cost of real estate sold		-		2.2		-		-		-		-		2.2
Adjusted EBITDA	\$	25.0	\$	29.1	\$	60.7	\$	1.1	\$	0.6	\$	(6.5)	\$	110.0
June 30, 2009														
Pro forma Operating Income *	\$	0.4	\$	24.2	\$	34.7	\$	(2.6)	\$	(2.1)	\$	(6.3)	\$	48.3
Depreciation, depletion and amortization		22.0		12.1		12.7		1.3		-		0.1		48.2
Non-cash cost of real estate sold				1.7				_						1.7
Adjusted EBITDA	\$	22.4	\$	38.0	\$	47.4	\$	(1.3)	\$	(2.1)	\$	(6.2)	\$	98.2

<sup>\*</sup> Pro forma operating income is a non-GAAP measure, see page 18 for reconciliation.



## Adjusted EBITDA by Segment (\$ Millions)

	Ti	mber	Rea	l Estate	 ormance Fibers	 lood ducts	Tra	ading	rporate d other	<u>.</u>	Total
Six Months Ended June 30, 2010											
Pro forma Operating Income *	\$	16.9	\$	21.5	\$ 89.9	\$ 4.3	\$	1.3	\$ (13.1)	\$	120.8
Depreciation, depletion and amortization		34.0		12.0	28.0	2.2		-	0.3		76.5
Non-cash cost of real estate sold		-		3.4	-	-		-	-		3.4
Adjusted EBITDA	\$	50.9	\$	36.9	\$ 117.9	\$ 6.5	\$	1.3	\$ (12.8)	\$	200.7
June 30, 2009											
Pro forma Operating Income *	\$	(1.9)	\$	38.6	\$ 75.5	\$ (6.1)	\$	(1.3)	\$ (13.3)	\$	91.5
Depreciation, depletion and amortization		39.4		17.5	27.0	2.4		-	0.3		86.6
Non-cash cost of real estate sold		-		5.2	-	-		-	-		5.2
Adjusted EBITDA	\$	37.5	\$	61.3	\$ 102.5	\$ (3.7)	\$	(1.3)	\$ (13.0)	\$	183.3

<sup>\*</sup> Pro forma operating income is a non-GAAP measure, see page 19 for reconciliation.



### Timber Supplemental Financial Data (\$ Millions)

	Three Months Ended							Six Months Ended					
		ne 30,		March 31,			June 30,		June 30,			June	
		2010		2	010			009		2010			2009
Timber													
Sales													
Western U.S.	\$	16.6		\$	15.3		\$	10.7	\$	31.9		\$	20.0
Eastern U.S.		29.8			29.5			30.9		59.3			54.7
New Zealand *		2.5			2.3			2.0		4.8			3.8
Total	\$	48.9		\$	47.1		\$	43.6	\$	96.0		\$	78.5
Operating income / (loss)													
Western U.S.	\$	2.4		\$	0.4		\$	(2.4)	\$	2.8		\$	(6.3)
Eastern U.S.		5.4			8.3			3.4		13.7			6.3
New Zealand / Other **		0.9			(0.5)			(0.6)		0.4			(1.9)
Total	\$	8.7		\$	8.2		\$	0.4	\$	16.9		\$	(1.9)

<sup>\*</sup> Represents timberland management fees for services provided to the Matariki Forestry Group ("Matariki") of which Rayonier has a 26 percent equity interest.



<sup>\*\*</sup> Primarily equity earnings related to the Matariki joint venture's timber activities.

#### **Selected Operating Information**

		Three Months Ended	Six Months Ended					
	June 30,	March 31,	June 30,	June 30,	June 30,			
	2010	2010	2009	2010	2009			
Timber								
Sales Volume								
Western U.S.	40	47	43	87	75			
in millions of board feet								
Eastern U.S.	1,449	1,415	2,019	2,864	3,591			
in thousands of short green tons								
Real Estate								
Acres sold								
HBU Development	64	310	213	374	223			
HBU Rural	2,948	2,002	2,793	4,950	4,162			
Non-Strategic Timberlands	6,227	23,996	30,594	30,223	49,663			
Total	9,239	26,308	33,600	35,547	54,048			
Performance Fibers								
Sales Volume								
Cellulose specialties,	115	111	91	226	199			
in thousands of metric tons								
Absorbent materials,	51	61	65	112	130			
in thousands of metric tons								
Lumber								
Sales volume,								
in millions of board feet	65	55	57	120	110			



### **Market Price and Dividend History**

(\$ / Share)

	High		Low		Dividends	
2010						
Second Quarter	\$ 50.72	\$	41.57	\$	0.50	
First Quarter	\$ 46.41	\$	39.70	\$	0.50	
2009						
Fourth Quarter	\$ 43.92	\$	37.88	\$	0.50	
Third Quarter	\$ 45.00	\$	33.63	\$	0.50	
Second Quarter	\$ 41.79	\$	29.35	\$	0.50	
First Quarter	\$ 32.40	\$	22.28	\$	0.50	
2008						
Fourth Quarter	\$ 47.09	\$	26.58	\$	0.50	
Third Quarter	\$ 49.54	\$	40.60	\$	0.50	
Second Quarter	\$ 48.00	\$	41.88	\$	0.50	
First Quarter	\$ 47.37	\$	35.36	\$	0.50	

# Wood Products Southeast Lumber Sales

