FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D | D.C. 20549 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPRO | DVAL | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| 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).

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* NUNES DAVID L | | | | 2. Issuer Name and Ticker or Trading Symbol RAYONIER INC [RYN] | | | | | | | | | (Ch | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|--|------------|--|-------------------------|--|---|---|---|----------|--|------------|--------------------|---|--|---|--|---|---|--------------------------------------|--|
| (Last) 1 RAYON | • | , | Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/27/2020 | | | | | | | | | ^ belo | Officer (give title below) Chief Executive Officer | | | |
| (Street) WILDLIG | GHT FI | | 32034 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 02/28/2020 | | | | | | | | | e) <mark>X</mark> Forr | n filed by Or | p Filing (Check Applicable ne Reporting Person ore than One Reporting | | |
| (City) | (Si | ate) (| Zip) | | | | | | | | | | | | Pers | son | | | |
| | | Tab | e I - No | n-Deriva | ative | Sec | curitie | s Acc | quired, | Dis | posed o | f, or | Bene | ficial | ly Own | ed | | | |
| 1. Title of Security (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | | r) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) | | A) or B, 4 and | Securi Benefi Owned | cially I Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | Code | v | Amount | (<i>A</i> | (A) or (D) Pr | | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | | | |
| Common S | Shares | | | | | | | | | | | | | | 32 | 28,428 | D | | |
| Common S | Shares | | | | | | | | | | | | | | | 600 | I | By UGMA Custodian for Child | |
| Common Shares | | | 02/27/ | 2020 | | | | P | | 6,000 | | A | \$26 | (| 5,000 | I | Geoffrey C. Nunes Trust FBO David L. Nunes UA October 29, 2019 David L. Nunes, trustee | | |
| Common S | Shares | | | | | | | | | | | | | | 45 | 8.8764 | I | In Trust | |
| | | Ta | | | | | | | | | sed of, o | | | | Owned | | | | |
| 1. Title of 2. 3. Transaction 3A. Deemed 4. Execution Date, Transaction Date | | | 1. Fransa Code (I | 5. Number 6 | | 6. Date Exercis Expiration Date (Month/Day/Ye | | able and | 1 | | 8 5 (| . Price of perivative security (nstr. 5) | | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| Explanation | of Pesnons | | | | Code | v | (A) | (D) | Date Exercisal | | Expiration Date | Title | Amo or Num of Shar | ber | | | | | |

Remarks:

This amendment is being filed solely to include previously reported direct and indirect holdings of the reporting person that were inadvertently omitted from the original Form 4.

03/02/2020

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).