

RAYONIER ADVANCED MATERIALS INC.

Reported by **BOYNTON PAUL G**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/19/19 for the Period Ending 08/15/19

Address 1301 RIVERPLACE BOULEVARD

SUITE 2300

JACKSONVILLE, FL, 32207

Telephone 904.357.4600

CIK 0001597672

Symbol RYAM

Fiscal Year 12/31





☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *					2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
BOYNTON PAUL G					RAYONIER ADVANCED MATERIALS INC. [RYAM]												
(Last)	(First)	(Midd	lle)		3. Date of Earliest Transaction				ion (MM/DD/YYYY)				_X_ Officer (give title below) Other (specify be Chairman, President and CEO			below)	
1301 RIVERPLACE BOULEVARD, SUITE 2300					8/15/2019								enamman, 1 1	esident i	ind CLO		
	(Stree			4. I	fAm	nendme	ent, Date O	rigir	nal Fil	ed (MM/E	D/YYYY	7) 6	5. Individual o	r Joint/G	roup Filing	(Check App	olicable Line)
JACKSONVILLE, FL 32207													X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Ci	ity) (State	e) (Zip)											1 omi med by	iviore man c	nic reporting	CISOII	
		7	able I - No	n-Der	ivati	ve Sec	urities Ac	auir	ed. Di	sposed (of, or B	enef	ficially Owne	d			
						te 2A. Deemed 3. Tra		Trans. Code Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
							Code	V	Amou	(A) or (D)	Price					(I) (Instr. 4)	(IIIsu. +)
Common Stock			8/15/	2019			C		7,74	5 A	\$0 (<u>1</u>)				400,594	D	
Common Stock															3,702.9242	I	By 401k (2)
Common Stock															30,266	I	By Grantor Retained Annuity Trust
Common Stock															33,701	I	By Michelle M. Boynton Irrevocable Trust
Common Stock															32,329	I	By Paul G. Boynton Trust
Common Stock															796	I	By Wife
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	Execution Date, if any (Ins		de Derivati Str. 8) Acquire Dispose		per of ve Securities and d (A) or d of (D) , 4 and 5)		ate Exercisable Expiration Date		7. Title a Securitie Derivati (Instr. 3	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of Shares			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
8.00% Series A Mandatory Convertible Preferred Stock	(3)	8/15/2019		С		()	1,000		(3)	8/15/2019	Comm Stock	ıon	7,745.9	\$0	0		

Explanation of Responses:

- (1) The conversion rate of the 8.00% Series A Mandatory Convertible Preferred Stock (the "Preferred Stock") was 7.7459 shares of Common Stock per share of Preferred Stock.
- (2) Shares are held in the Rayonier Advanced Materials Investment and Savings Plan, a 401(k) plan, for this person's account.
- (3) As set forth in the Certificate of Designations of 8.00% Series A Mandatory Convertible Preferred Stock, included as Exhibit 3.1 to the Issuer's Form 8-K filed with the SEC on 8/10/2016 (the "Certificate"), the Preferred Stock automatically converted into Common Stock on 8/15/2019 (the "Mandatory Conversion Date" or "MCD") at a conversion rate between 6.5923 and 7.7459 shares of Common Stock per share of Preferred Stock, depending on the average market value of the Common Stock for a period of time prior to the MCD as set forth in the Certificate. Holders of Preferred Stock had the right to elect to convert shares of Preferred Stock into Common Stock at any time prior to the MCD at a conversion rate of 6.5923 shares of Common Stock per share of Preferred Stock, subject to certain adjustments. On the MCD, the Preferred Stock automatically converted to Common Stock at a conversion rate of 7.7459

shares of Common Stock per share of Preferred Stock.

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
BOYNTON PAUL G 1301 RIVERPLACE BOULEVARD SUITE 2300 JACKSONVILLE, FL 32207	X		Chairman, President and CEO					

Signatures

Brenda K. Davis, Attorney-in-Fact	8/19/2019			
**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).
- ** 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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