

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934  
DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

August 12, 2019



COMMISSION FILE NUMBER 001-36285

Incorporated in the State of Delaware  
I.R.S. Employer Identification Number 46-4559529

Rayonier Advanced Materials Inc.

1301 Riverplace Boulevard, Jacksonville, Florida 32207  
(Principal Executive Office)

Telephone Number: (904) 357-4600

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	RYAM	The New York Stock Exchange
Preferred Stock, \$0.01 par value	RYAM PR A	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

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**Rayonier Advanced Materials Inc.**

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**Item 8.01            Other**

On August 12, 2019, Rayonier Advanced Materials Inc. (the “Company”) issued a press release announcing that the Company’s Mandatory Convertible Preferred Stock will automatically convert to Common Stock of the Company on August 15, 2019, in accordance with the terms of the prospectus supplement filed with the Securities and Exchange Commission in connection with the issuance of the Mandatory Convertible Preferred Stock, dated August 4, 2016. Holders of the Mandatory Convertible Preferred Stock will receive 7.7459 shares of Common stock per share of Mandatory Convertible Preferred Stock. A copy of the Company’s press release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 8.01 shall not be deemed “filed” for purposes of Section 18 of the U.S. Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01            Financial Statements and Exhibits**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
<a href="#">99.1</a>	Press Release entitled “Rayonier Advanced Materials Announces Conversion Rate on Mandatory Convertible Preferred Stock” issued August 12, 2019.

**Signature**

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

Rayonier Advanced Materials Inc. (Registrant)

BY: /s/ MICHAEL R. HERMAN

Michael R. Herman

Senior Vice President, General Counsel and Corporate Secretary

August 14, 2019



For Immediate Release

**NEWS RELEASE***Contacts:*

Media	Eric Johnson	904-357-9134
Investors	Mickey Walsh	904-357-9162

**Rayonier Advanced Materials Announces Conversion Rate on  
Mandatory Convertible Preferred Stock**

Jacksonville, Fla., August 12, 2019 - Rayonier Advanced Materials Inc. (NYSE:RYAM) announced today that its Mandatory Convertible Preferred Stock will automatically convert to Common Stock of the Company on August 15, in accordance with the terms of the prospectus supplement filed with the Securities and Exchange Commission (the "SEC") in connection with the issuance of the Mandatory Convertible Preferred Stock, dated August 4, 2016 (the "Supplement"). Holders of the Mandatory Convertible Preferred Stock will receive 7.7459 shares of Common Stock per share of Mandatory Convertible Preferred Stock. The Company expects to issue approximately 13.4 million shares of Common Stock, bringing the total number of Common Stock outstanding to approximately 63 million shares. For more complete information, investors should refer to the Supplement. This document is available at no charge by visiting the SEC website at [www.sec.gov](http://www.sec.gov).

**About Rayonier Advanced Materials**

*Rayonier Advanced Materials is a global leader of cellulose-based technologies, including high purity cellulose specialties, a natural polymer commonly found in cell phones, computer screens, filters and pharmaceuticals. The Company also manufactures products for lumber, paper and packaging markets. With manufacturing operations in the U.S., Canada and France, Rayonier Advanced Materials employs approximately 4,200 people and generated approximately \$2.1 billion of revenues in 2018. More information is available at [www.rayonieram.com](http://www.rayonieram.com)*

**Forward-Looking Statements**

*Certain statements in this document regarding anticipated financial, business, legal or other outcomes including business and market conditions, outlook and other similar statements relating to Rayonier Advanced Materials' future events, developments, or financial or operational performance or results, 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," "intend," "forecast," "anticipate," "guidance," and other similar language. However, the absence of these or similar words or expressions does not mean a statement is not forward-*

**CORPORATE HEADQUARTERS**

1301 Riverplace Boulevard Suite 2300 Jacksonville, FL 32207  
904.357.4600 fax 904.357.9101 [www.RayonierAM.com](http://www.RayonierAM.com)

*looking. While we believe these forward-looking statements are reasonable when made, forward-looking statements are not guarantees of future performance or events and undue reliance should not be placed on these statements. Although we believe the expectations reflected in any forward-looking statements are based on reasonable assumptions, we can give no assurance these expectations will be attained and it is possible actual results may differ materially from those indicated by these forward-looking statements due to a variety of risks and uncertainties. Certain important factors that could cause actual results or events to differ materially from those expressed in forward-looking statements that may have been made in this document are described or will be described in our filings with the U.S. Securities and Exchange Commission, including our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q. Rayonier Advanced Materials assumes no obligation to update these statements except as is required by law.*

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