

RAYONIER ADVANCED MATERIALS INC.

CHARTER OF THE FINANCE AND STRATEGIC PLANNING COMMITTEE

Adopted Effective May 19, 2020

I. PURPOSE

The purpose of the Finance and Strategic Planning Committee (the “Committee”) of Rayonier Advanced Materials Inc. (the “Company”) shall be to oversee management and advise the Board of Directors concerning certain capital structure and major financial policies of the Company and its subsidiaries, including capital investments; debt financings; equity issuances; financial risk management; dividend and share repurchase plans; pension and savings plan performance; and tax strategies. The Committee shall also advise management with respect to the strategic planning process and growth through innovation.

II. MEMBERSHIP AND AUTHORITY

The Committee shall consist of a minimum of three directors appointed annually by the Board of Directors. The Committee may designate and delegate duties to such standing or ad-hoc subcommittees as it deems necessary or desirable.

III. ENGAGEMENT OF ADVISORS

The Committee shall have authority to obtain advice and assistance from internal or external legal, accounting or other advisors. The Committee may request that any director, officer or employee of the Company, or any other person whose advice and counsel are sought by the Committee, attend a Committee meeting or meet with any member of, or consultant to, the Committee.

IV. GOALS AND RESPONSIBILITIES

The Committee shall have the following specific goals and responsibilities, in addition to any other similar matters which may be referred to it from time to time by the Board of Directors:

1. CAPITAL STRATEGY

- (a) Review and make recommendations to the Board with respect to the Company’s capital structure, including the registration, issuance, and redemption of Company equity securities, and material changes thereto.
- (b) Regularly evaluate the Company’s dividend policy and recommend to the Board a dividend schedule and rate taking into account the projected Cash Available for Distribution per the current long-range plan.

- (c) Review capital allocation priorities, policies and guidelines, including the Company's cash flow, minimum cash requirements, and liquidity targets.
- (d) Review the Company's capital strategies from rating agency and investor perspectives.
- (e) Provide review and oversight with respect to significant financings and relationships with analysts, banks and investment banks.
- (f) Review the Company's capital appropriations financial performance against targets by conducting interim reviews and an annual review of previously approved capital programs, and periodic review of acquisitions and new business investments.
- (g) Review and approve recommendations to the Board in all significant areas of the Company's capital strategy.
- (h) Review the status of compliance with the Company's financial covenants, including review of the Company's compliance certificates provided to lenders.
- (i) Review and advise management with respect to preliminary annual budget.

2. TREASURY MATTERS AND TAX STRATEGY

- (a) Review with Company management, at least annually, the Annual Report from the Treasurer of the Company's cash and funding plans and other Treasury matters.
- (b) Review with Company management, at least annually, the Company's employee benefits.
- (c) Review with Company management, at least annually, the strategy and performance of the Company's pension and savings plan assets and liabilities.
- (d) Review, at least annually, policies with respect to financial risk assessment and financial risk management.
- (e) Review any significant financial exposures and contingent liabilities of the Company, including foreign exchange, interest rate, and commodities exposures and the use of derivatives to hedge those risks.
- (f) Review with management the financial aspects of insurance programs.
- (g) Review with Company management, at least annually, the Company's tax strategy.
- (h) Review and approve recommendations to the Board in all significant areas of the Company's Treasury and Tax matters.

3. STRATEGIC PLANNING

- (a) Advise management with respect to the development of the Company's strategic planning process and provide initial feedback to management regarding proposed changes to the Company's strategic direction.
- (b) Ensure a robust focus on growth through innovation and new products.

For the avoidance of doubt, the Committee shall not have or be assigned any authority or responsibility other than as set forth above, it being understood that the Board shall have final decision-making authority with respect to matters delegated to the Committee.

V. REPORTING

The Committee shall report its actions and recommendations to the Board, including the results of the Committee's annual performance evaluation.