

ABOUT YOUR PAY & BENEFITS

U.S. EMPLOYEES SALARIED BENEFITS

As a U.S. employee with salaried benefits, you're eligible for a comprehensive pay and benefits package. Use this overview to learn about the valuable plans and programs available to you. Information presented here is effective January 1, 2011.

This overview does not provide a complete description of the available pay and benefits. Weyerhaeuser reserves the right to change or terminate its benefit plans at any time. In the event of any conflict, plan documents, summary plan descriptions, and insurance policies will control.

BASE PAY

Weyerhaeuser offers competitive base pay that takes into consideration the market pay for your job, your skills and experience, and your job performance.

INCENTIVE AWARDS

The AIP is an annual cash bonus plan for eligible salaried employees.

Awards are based on business and individual performance against preset goals. You are assigned a target bonus percentage that is a fixed percentage of your salary. A maximum of 2x your target bonus percentage may be awarded. Any bonuses are paid by March 15 after the end of each performance year.

Each business is measured and rewarded separately. The plan funding differs for employees who report directly to a business (or are considered embedded within a business) versus an employee who supports multiple businesses.

For employees who report directly to a business (or are considered embedded within a business), 80% of the award is based on the RONA percentage your business achieves for the year and 20% of the award is based on how well your business does against its scorecard metrics.

For employees who support multiple businesses, the AIP funds 100% based on the performance of all businesses.

If you move from one organization to another during the year, any award potential will be determined based on the business or function you are assigned to on December 31 of that year.

If you are an eligible employee hired during the year, any bonus award will be prorated based on the time you worked for the company in that given year.

You are not eligible for the AIP if you are:

- A Weyerhaeuser Real Estate Company, Weyerhaeuser Asset Management, International, or contract/temporary employee.
- Eligible for another short-term incentive plan offered by the company (sales incentive).

ENROLLMENT FOR MEDICAL AND DENTAL COVERAGE

You may enroll yourself and your eligible dependents in medical and dental coverage within your first 31 days of work, during a designated open enrollment period, or as a result of a qualifying status change. This includes eligible domestic partners and their dependent children.

After you enroll, coverage takes effect the first day of the month following one month of continuous employment, on January 1 following an open enrollment period, or on the date of certain events if you experience a qualifying status change and notify the company within 31 days.

MEDICAL PLUS PLAN HIGHLIGHTS

The following provides plan highlights for the Premera Medical Plus Plan and is subject to change. The specific terms of coverage, exclusions, and limitations, etc., are contained in the summary plan description. Monthly pretax contributions vary depending on your annual base wage and how many dependents you enroll. This plan is designed to work together with the available Health Savings Account as described on page 4.

PLAN FEATURES	DEDUCTIBLES & COINSURANCE PERCENTAGES: WHAT YOU PAY	
	IN-NETWORK PROVIDER	OUT-OF-NETWORK PROVIDER
Annual deductible (deductible applies unless noted)	\$1,300 for individual only coverage, \$2,600 for two individuals covered under the plan \$3,200 for three or more individuals covered under the plan	
Annual out-of-pocket maximum	\$3,425 for individual only coverage, \$6,850 for two individuals covered under the plan \$7,500 for three or more individuals covered under the plan	Not applicable
Plan lifetime benefit maximum	None	
Preventive screening services (includes general labs, mammograms, and other preventive screenings)	Most services covered in full; deductible does not apply	35%
Professional, emergency, and facility care; behavioral health care	15%	35%
Routine vision care	One routine exam per calendar year is covered in full; up to \$200 maximum paid on lenses and frames every two calendar years; deductible does not apply	
Retail or specialty pharmacy – up to a 30-day supply; mail service up to a 90-day supply	15%	Not covered
Certain preventive generic medications for heart health conditions such as blood pressure and cholesterol drugs	Covered in full; deductible does not apply	Not covered

HEALTH CONNECTION PROGRAMS

Health Connection programs offer the resources, information, and support you and your family need to get and stay healthy, make healthy lifestyle choices, and use health care services as an informed consumer. Programs include:

- Employee Assistance Program
- Fitness and Nutrition
- Health Coaching
- Personal Health Resources
- On-site health screenings
- Physical activity campaigns
- Quit For Life®
- Weight Watchers®
- U.S. immunizations (onsite clinics)

More information about these programs is available online at <http://wss.weyer.com/sites/myHealthConnection/default.aspx>.

RETIREE MEDICAL COVERAGE

Pre-65 retiree medical coverage is available to you and your eligible dependents through the Medical Plus Plan. You must pay the full cost of this coverage. To meet eligibility requirements, you must be at least age 55 and have completed 10 years of vesting service under the Retirement Plan for Salaried Employees when you terminate employment. Retiree medical coverage through Weyerhaeuser ends when you reach age 65 or become eligible for Medicare. (Note: Different eligibility and enrollment rules apply to employees who were hired before January 1, 2010.)

DENTAL PLAN HIGHLIGHTS

This Plan provides you and your eligible dependents with quality, comprehensive dental care benefits at a reasonable cost. Monthly pretax contributions depend if you enroll yourself only or yourself and dependents.

The following provides plan highlights for the dental plan and is subject to change. The specific terms of coverage, exclusions, and limitations, etc., are contained in the summary plan description.

FEATURES/NETWORK	DELTA DENTAL PPO DENTISTS	DELTA PREMIER DENTISTS	NONPARTICIPATING DENTISTS
Contracted discounts on services	Yes, deepest discounts	Yes, pre-negotiated fees	No, your dentist may bill you for any amounts above Delta Dental's maximum allowable fees
Annual deductible	\$50 employee; \$50 for dependents as a group		
Annual per person maximum benefit	\$1,500		
Class I: Preventive/diagnostic	Covered in full; no deductible <i>(exams, cleanings, X-rays, fluoride and sealants)</i>		
Class II: Basic/restorative services	20% of covered charges, after the deductible <i>(restorations, endodontics, periodontics, oral surgery, crowns, occlusal guards)</i>		
Class III: Major services	40% of covered charges, after deductible <i>(dentures, partials, bridges and implants)</i>		
Orthodontia	50% based on total case fee and treatment plan, after deductible <i>(lifetime maximum benefit per person of \$1,500)</i>		
Temporomandibular joint (TMJ) and orthognathic	50% of covered charges, after the deductible <i>(lifetime maximum benefit per person of \$500)</i>		

TAX-FAVORED ACCOUNTS

Three tax-favored accounts are available that can be used individually or in combination to lower your taxable income and help you pay certain expenses.

HEALTH SAVINGS ACCOUNT	HEALTH CARE FSAs	DEPENDENT CARE FSA
The health savings account is available if you enroll in the Medical Plus Plan. Use it for qualified health care expenses now or save for future expenses even into retirement. You may enroll in or change how much you contribute to this account anytime during the year.	Two types of Health Care FSAs are available (special purpose or general purpose Health Care FSA). The one you can enroll in depends whether you enroll in the Medical Plus Plan and HSA. Use this FSA to reimburse yourself for eligible medical, dental, hearing, vision and over-the-counter prescription drug out-of-pocket expenses incurred by you or your dependents.	Use the dependent care FSA to reimburse yourself for eligible dependent care expenses.

HEALTH SAVINGS ACCOUNT

Designed to work together with the Medical Plus Plan, the Health Savings Account allows you to save pretax dollars to pay your deductible and out-of-pocket expenses through the year, or save for future medical expenses as an active employee and into retirement.

Your HSA is much like your own personal savings, except the money you contribute from your paycheck is deducted on a pretax basis, the interest accumulates tax-free and the funds you withdraw to pay for medical expenses also remain tax-free. The account is portable if you leave Weyerhaeuser. Your 2011 allowed contribution amount depends on how many dependents you cover under the Medical Plus Plan:

2011 MEDICAL PLUS PLAN COVERAGE LEVEL	WEYERHAEUSER'S 2011 CONTRIBUTION TO YOUR HSA	YOUR 2011 HSA CONTRIBUTION MAXIMUM*	TOTAL 2011 HSA ANNUAL LIMIT*
Employee Only	\$200	\$2,850	\$3,050
Employee + Dependent(s)	\$400	\$5,750	\$6,150

* If you are age 55 or older anytime during 2011, you may contribute an additional \$1,000 contribution to your Health Savings Account allowed by the IRS in addition to the amounts above.

FLEXIBLE SPENDING ACCOUNT PLANS

Flexible Spending Accounts allow you to set aside pretax money to pay for eligible health care and dependent care expenses. The IRS requires that any remaining amount left in your accounts at the end of the year is forfeited so plan your contributions carefully if you enroll in these accounts.

You may enroll in an FSA within your first 31 days of work or during a designated open enrollment period. Coverage begins on the first day of the month following one month of continuous employment, or on January 1 following an open enrollment period. The money you contribute to an FSA is deducted in equal amounts from your regular paychecks throughout the year.

CRITERIA	SPECIAL PURPOSE FSA (IF YOU HAVE AN HSA)	HEALTH CARE FSA (IF YOU DO NOT HAVE AN HSA)	DEPENDENT CARE FSA
Annual contribution	\$120 to \$5,000 per year	\$120 to \$5,000 per year	\$300 to \$5,000*
What your funds can be used to pay	Eligible dental and vision out-of-pocket expenses only until annual MPP deductible is met; then any eligible out-of-pocket health care expenses	Any eligible out-of-pocket health care expenses	Certain out-of-pocket expenses for the care of eligible dependents while <ul style="list-style-type: none"> You work or look for work Your spouse works, looks for work, or is a full-time student

* \$2,500 if you are married and you and your spouse file separate tax returns; IRS rules may limit amounts that certain highly compensated employees can contribute to a flexible spending account. You will be notified if this applies to you.

LIFE & ACCIDENT COVERAGE

Weyerhaeuser offers life insurance coverage to assist you and your family financially in times of illness or death. Business travel accident coverage is also provided as noted below.

If you submit a claim for payment for your dependents, including your domestic partner and/or their children, Aetna Life Insurance Company will require that you demonstrate that the participant was eligible for coverage at the time of death.

PLAN FEATURES*	BASIC LIFE INSURANCE	SUPPLEMENTAL LIFE INSURANCE	SPOUSE (OR DOMESTIC PARTNER) LIFE INSURANCE	CHILD LIFE INSURANCE	BUSINESS TRAVEL ACCIDENT
Who is eligible	You	You	Your spouse or domestic partner	Your child(ren)/ domestic partner's children (ages 14 days to age 19, or age 25 if a full-time student)	You
Who pays for coverage (your deductions will be taken after-tax)*	Weyerhaeuser	You	You	You	Weyerhaeuser
When benefits are paid	Your death, or accelerated payment may be available if you become terminally ill	Your death, or accelerated payment may be available if you become terminally ill	Your spouse's/ domestic partner's death	Your child's/ domestic partner's child's death	Your death or loss when traveling on company business or on your direct commute to and from work
Coverage amount	Equal to one times your annual base pay Maximum coverage: \$200,000	One to five times your annual base pay	Equal to one-half of your annual pay to a maximum of \$75,000	Varies, up to \$5,000 based on child's age at time of death	Depends on the loss; may be equal to one times your annual base pay Maximum coverage: \$200,000
Enrollment	Automatically covered	Within 31 days after hire, during open enrollment or within 31 days after qualifying status change			Automatically covered
Proof of good health required	No	No, if coverage elected upon hire (up to 3x for supplemental life) or at time of initial eligibility for Spouse life insurance If you increase supplemental life insurance coverage by more than one level or multiple of your annual base pay during open enrollment, evidence of good health will be required Evidence of good health is also required if you did not elect spouse life coverage when you were first eligible and later add your spouse during open enrollment		No	No

* See your enrollment information or call the Employee Service Center for current costs.

DISABILITY COVERAGE

Short term coverage: This coverage allows you to receive a percentage of your base pay for up to 26 weeks while you recuperate from non-work-related injuries or illnesses. The program pays a pro-rated benefit to part-time employees who regularly work 25 or more hours per week. You will receive 100 percent of your base pay for up to eight weeks of your disability and 66 2/3 percent for the remaining 18 weeks, as long as you remain disabled. Weyerhaeuser pays the full cost of coverage and automatically enrolls you in the Short Term Disability program on the first of the month following 90 days of employment.

Long-term coverage: The plan allows you to receive a percentage (either 40% or 60%) of your base pay after a waiting period of 180 days is met. You pay the full cost of coverage. How much you pay depends on your coverage level and your age. If you enroll for coverage during your first 31 days of employment, coverage begins on the first day of the month following one month of employment. If you enroll as a result of a qualifying status change, coverage begins retroactively to the date of the change, if you provide notification to Weyerhaeuser within 31 days. If you wait to enroll during an open enrollment period, you must complete and submit an Evidence of Insurability application to the Hartford before coverage takes effect.

LONG TERM CARE INSURANCE

Long Term Care insurance provides coverage for the cost of personal care services for individuals who develop disabilities, have chronic care needs, or experience severe cognitive impairment such as Dementia or Alzheimer’s disease. Employees and their extended family members, including parents, can enroll in Long Term Care insurance, available from LTC Financial Partners, at discounted rates.

401(k) PLAN

Weyerhaeuser offers a 401(k) Plan to help you meet your long-term financial goals, such as financial security in retirement. The Plan helps you meet these goals by allowing you to save money from your paycheck on a before-tax basis and to invest in a variety of investment options.

PLAN FEATURES															
Enrollment	Enroll in the 401(k) Plan anytime or you will be automatically enrolled as a new hire at a deferral percentage of 3%. If you are automatically enrolled, your deferral percentage will increase 1% each April until a 7% deferral is reached; you may opt out of automatic enrollment within 60 days after your hire date.														
How much you can contribute (paycheck deferrals)	Contribute up to 75% of your eligible pay (IRS restrictions may apply) in whole percentages, up to the maximum amount allowed under the Internal Revenue Code. You must leave enough in your paycheck to cover normal payroll deductions. You can change how much you contribute anytime. For 2011, you may contribute up to \$16,500 for participants under age 50 or \$22,000 for participants age 50 and older.														
Your investment options	Choose one or more of the available investment options, in whole percentage increments; your total allocation must add up to 100%. You may change your investment options anytime. <table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <p>Target Retirement Fund Options</p> <p>These are keyed to your estimated retirement date, and provide a built-in investment plan over time; more aggressive investing during your younger years, gradually moving to a more conservative investment strategy as you approach your target retirement age.</p> </td> <td style="width: 50%; vertical-align: top;"> <p>Core Fund Options</p> <p>These are individual fund offerings, including the Weyerhaeuser Company Stock Fund.</p> </td> </tr> </table>	<p>Target Retirement Fund Options</p> <p>These are keyed to your estimated retirement date, and provide a built-in investment plan over time; more aggressive investing during your younger years, gradually moving to a more conservative investment strategy as you approach your target retirement age.</p>	<p>Core Fund Options</p> <p>These are individual fund offerings, including the Weyerhaeuser Company Stock Fund.</p>												
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About Weyerhaeuser’s matching contributions	Weyerhaeuser contributes 50 cents for each dollar you contribute up to 6% of your eligible pay. Matching contributions are invested the same as how you invest your contributions.														
Vesting in company matching contributions	If you leave the company, the percentage of company-matching contributions you receive for years of vesting service is: <table border="0" style="margin-left: 40px;"> <tr> <td>Years of Service</td> <td>Vesting %</td> </tr> <tr> <td>Less than 2 years</td> <td>0%</td> </tr> <tr> <td>2 years</td> <td>20%</td> </tr> <tr> <td>3 years</td> <td>40%</td> </tr> <tr> <td>4 years</td> <td>60%</td> </tr> <tr> <td>5 years</td> <td>80%</td> </tr> <tr> <td>6 or more years</td> <td>100%</td> </tr> </table>	Years of Service	Vesting %	Less than 2 years	0%	2 years	20%	3 years	40%	4 years	60%	5 years	80%	6 or more years	100%
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Rollover contributions	If you already have funds from another qualified retirement plan, you may roll those funds over into the Weyerhaeuser 401(k) Plan.														

PENSION PLAN

Weyerhaeuser offers this Plan to provide you with ongoing income after you retire. You automatically participate in the Pension Plan starting on your first day of work, and you are fully vested in a future benefit after five years of vesting service. Weyerhaeuser pays the full cost of the Plan. Generally, your benefit is based on how long you work for the company and an average of your highest monthly earnings in a consecutive five-year period over the last 10 years you worked for Weyerhaeuser. This is called your “final average monthly earnings” or FAME.

Amount of monthly benefit	<p>The pension formula* is: 0.8 percent multiplied by FAME (at termination) multiplied by years of credited service earned on and after Jan. 1, 2010, plus 0.3 percent multiplied by FAME (at termination) minus the Social Security integration level (in the year you terminate) multiplied by years of credited service earned on and after Jan. 1, 2010</p> <p>*A different formula applies to service earned through December 31, 2009.</p>
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Several forms of monthly annuity payments are available and lump sum installments may be available depending on your age and service at termination. The minimum monthly benefit is \$35 per month per year of credited service.

VACATION PLAN

Full-time employees with salaried benefits are eligible to receive annual vacation based on continuous service.

If you are a part-time salaried employee, vacation time is prorated based on the hours you work. Temporary salaried employees are not eligible for vacation pay.

SERVICE	PAID VACATION
6 months	1 week
1 year	2 weeks
5 years	3 weeks
12 years	4 weeks
18 years	5 weeks

MY DISCOUNT PROGRAM

This program provides special discounts and offers for you and your dependents. Discount categories include auto, clothing, finance, food, home/garden, household/family, mind/body, sports/recreation, technology/electronics, and travel/entertainment.

ADOPTION ASSISTANCE

Weyerhaeuser offers adoption assistance to help offset your out-of-pocket costs associated with legal adoption of a child. You are eligible to receive adoption assistance (legal and agency fees and transportation costs) after you complete six months of service. The benefit of up to \$2,200 per adoption is provided at no cost to you (up to \$1,400 per adoption for eligible part-time employees).

CONTACT LIST

BENEFIT	RESOURCE	PHONE	WEBSITE
Enrollment and eligibility	Weyerhaeuser Employee Service Center	800-833-0030	Benefits & Rewards tab on Roots, myGuide on Weyerhaeuser intranet
Medical Plus Plan	Premera Blue Cross Customer Service	800-995-2420	premera.com/wy
Health Connection Programs Information and website addresses for Health Connection programs are also available at: http://wss.weyer.com/sites/myHealthConnection	Personal Health Resources & Personal Health Coaching	800-942-1861	https://www2.thedialogcenter.com / phresources/
	Employee Assistance	800-922-8015	https://members.mhn.com/home (Company code: weyerhaeuser)
	Quit for Life® Tobacco Cessation	866-784-8454	https://www.quitnow.net/weyerhaeuser/
	Weight Watchers®	866-577-6181	http://mypowwr.com/downloads/Weyerhaeuser-Gateway-12_21_09-v5.pdf
Weyerhaeuser Dental Plan	Washington Dental Service/Delta Dental Customer Service	800-554-1907	deltadentalwa.com
Tax-Favored Accounts	WageWorks Customer Service (Flexible Spending Accounts)	877-924-3967	wageworks.com
	HSA Bank Customer Service (Health Savings Account)	877-847-7448	hsabank.com
Life Insurance Plan	Aetna Customer Service	888-584-2983	N/A
Short Term Disability Plan & Long Term Disability Plan	Weyerhaeuser Disability & Absence Management Program	800-833-0030	Information available on “Benefits and Rewards” tab on Roots
401(k) Plan & Pension Plan	Vanguard Participant Services	800-523-1188	vanguard.com
MyDiscount Program	Passport Unlimited	800-410-4211	Weyerhaeusermydiscount.com
Long term care	LTC Financial Partners	888.254.3828	Ltcfp-wy.com